

DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY

Minutes

January 12, 2015

The Regular Meeting of the Danville-Pittsylvania Regional Industrial Facility Authority convened at 12:17 p.m. on the above date in the Danville Regional Airport Conference Room, 424 Airport Drive, Danville, Virginia. Present were City of Danville Members Vice Chairman Sherman M. Saunders, Fred O. Shanks, III and Alternate J. Lee Vogler. Pittsylvania County Members present were Chairman Coy E. Harville and James A. Snead; Alternate Jerry A. Hagerman was absent.

City/County staff members attending were: City Manager Joe King, County Administrator Clarence C. Monday, City of Danville Project Manager Corrie Teague, City of Danville Finance Director/Authority Treasurer Michael Adkins, City of Danville Assistant Director of Finance Patricia Conner, Clement Wheatley Attorney Michael Guanzon and Secretary to the Authority Susan DeMasi.

Mr. Harville recognized Dewberry and Davis Project Manager Shawn Harden and citizen Deborah Dix.

**PUBLIC COMMENT PERIOD**

No one desired to be heard.

**APPROVAL OF MINUTES FOR THE DECEMBER 8, 2014 MEETING**

Upon **Motion** by Mr. Snead and **second** by Mr. Shanks, Minutes of the December 8, 2014 meeting were approved as presented. Draft copies had been distributed to Authority Members prior to the Meeting.

**NEW BUSINESS**

**5A. CONSIDERATION OF RESOLUTION 2015-01-12-5A**

Mr. Harville noted several years ago he had obtained from the State of Virginia per acre lease rates for all counties, and updated it as of 2014. The highest rate was \$28.50 per acre; the Authority is receiving \$30.00 per acre which is above average for this County.

Mr. Saunders **moved** adoption of Resolution No. 2015-01-12-5A, *approving a one-year renewal of the lease with Mountain View Farms of Virginia, L.C., a Virginia limited liability company, as tenant, for that certain real property (GPIN 1356-75-8216) of the Authority, containing approximately 30 acres and fronting on Stateline Bridge Road, in the Authority's Mega Park project, in Pittsylvania County, Virginia, for the purpose of planting and harvesting sod, soybeans, and/or other cover crops, but not tobacco, at a total rental fee of \$1,200.00; such renewal also includes a 60-day early termination right and right to show the Property to business recruits of the Authority.*

The Motion was **seconded** by Mr. Snead and carried by the following vote:

VOTE: 4-0  
AYE: Harville, Snead, Saunders, Shanks (4)  
NAY: None (0)

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**5B. PRESENTATION OF AUDIT FOR YEAR ENDING JUNE 30, 2014**

Chris Murray, CPA from Brown Edwards and Company gave a brief presentation of the Audit for year ending June 30, 2014. The Financial Report shows another clean opinion this year; there were no incentive agreements. Page eleven has the Discussion of the Debt Refinance of Cane Creek 2015 debt and the implementation of GASB 65. Projects and Significant Matters was rather calm for the financial statement impact this year. The Management Letter showed no new comments; the Subrogation of Duties comment is still in the letter which is simply a comment for the lack of subrogating duties due to limited staffing. There is a Compensating Control Admission included which is just a comment, not rising to the level of significant deficiency or a material weakness. Accounting and Other Matters are on page six, and page nine explains GASB projects, including one on Lease Accounting relating to treating capital and operating leases. The Audit Committee Letter is a required communication discussing what management is responsible for and what auditors are responsible for. It notes there were no difficulties or disagreement encountered during the audit, and there were no corrected or uncorrected misstatements noted. Authority Treasurer Michael Adkins confirmed this was a routine audit. There were no questions from Authority members.

Mr. Shanks **moved** to accept the Audit Report as presented. The Motion was **seconded** by Mr. Snead and carried by the following vote:

VOTE: 4-0  
AYE: Harville, Snead, Saunders, Shanks (4)  
NAY: None (0)

**5C. FINANCIAL STATUS REPORT AS OF DECEMBER 31, 2014**

Authority Treasurer Michael Adkins noted Schedule A, the \$7.3M Bond issue for Cane Creek, shows no activity for the month of December. Schedule B is General Expenditures; the Authority expended \$10,031 to Clement Wheatley, auditing services for Brown Edwards of \$7,600.00, rezoning fee for Cane Creek property of \$237.00, Jones Lang LaSalle \$12,000.00 which was part of the market feasibility study at Berry Hill and the monthly utilities of \$29.00. Schedule C, Mega Park Bond Funds, showed no expenditures for December. Schedule D, Berry Hill Lot 4, also shows no expenditures for the month of December. Schedule E, Rent, Interest and Other Income shows \$300 received from Securitas and payment of \$6,673.00 to the Institute for Advanced Learning and Research for the Hawkins' Building property agreement.

Mr. Snead **moved** to approve the Financial Report as of December 31, 2014 as presented. The Motion was **seconded** by Mr. Saunders and carried by the following vote:

VOTE: 4-0  
AYE: Harville, Snead, Saunders, Shanks (4)  
NAY: None (0)

**5D. ELECTION AND REAPPOINTMENT OF OFFICERS FOR CALENDAR YEAR 2015**

1. Election of Chairman

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Mr. Snead **nominated** Sherman Saunders as Chairman of RIFA. The Motion was **seconded** by Mr. Shanks. Mr. Snead moved that the nomination be closed; Mr. Shanks seconded the Motion. The Motion to elect Mr. Saunders Chairman of RIFA was carried by the following vote:

VOTE: 4-0  
AYE: Harville, Snead, Saunders, Shanks (4)  
NAY: None (0)

Mr. Saunders asked Mr. Harville to finish chairing this meeting.

2. Election of Vice Chairman

Mr. Shanks **nominated** Coy Harville as Vice Chairman of RIFA. The Motion was **seconded** by Mr. Snead. Mr. Saunders called for the question and the Motion was passed by the following vote:

VOTE: 4-0  
AYE: Harville, Snead, Saunders, Shanks (4)  
NAY: None (0)

3. Reappointment of Secretary from the Authority's Staff

Mr. Saunders **moved** to appoint Sue DeMasi as RIFA Secretary. The Motion was **seconded** by Mr. Snead and carried by the following vote:

VOTE: 4-0  
AYE: Harville, Snead, Saunders, Shanks (4)  
NAY: None (0)

4. Reappointment of Treasurer from the Authority's Staff

Mr. Snead **moved** to appoint Michael Adkins as Authority Treasurer. The Motion was **seconded** by Mr. Shanks. Mr. Saunders called for the question and the Motion was carried by the following vote:

VOTE: 4-0  
AYE: Harville, Snead, Saunders, Shanks (4)  
NAY: None (0)

6. CLOSED SESSION

*[During the closed session, all matters discussed shall involve receiving advice from legal counsel, and as such all communications during the closed session shall be considered attorney-client privileged.]*

A. At 12:30 p.m. Mr. Snead **moved** that the Meeting of the Danville-Pittsylvania Regional Industrial Facility Authority be recessed in a Closed Meeting as permitted by Section 2.2-3711(A)(3) for discussion of the acquisition of real property for development of

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one of the Authority's projects, where discussion in an open meeting would adversely affect the bargaining position or negotiating strategy of the Authority.

The Motion was **seconded** by Mr. Shanks and carried by the following vote:

VOTE: 4-0  
AYE: Harville, Snead, Saunders, Shanks (4)  
NAY: None (0)

On **Motion** by Mr. Saunders and **second** by Mr. Shanks and by unanimous vote at 12:46 p.m., the Authority returned to open meeting.

Mr. Snead **moved** adoption of the following Resolution:

WHEREAS, the Authority convened in Closed Meeting on this date pursuant to an affirmative recorded vote and in accordance with the provisions of the Freedom of Information Act; and

WHEREAS, Section 2.2-3711 of the Code of Virginia, 1950, as amended, requires a Certification by the Authority that such Closed Meeting was conducted in conformity with Virginia Law;

NOW, THEREFORE, BE IT RESOLVED that the Authority hereby certifies that, to the best of each Member's knowledge, (i) only public business matters lawfully exempted by the open meeting requirements of Virginia Law were discussed in the Closed Meeting to which this Certification Resolution applies, and (ii) only such public business matters as were identified in the Motion convening the Closed Meeting were heard, discussed, or considered by the Authority.

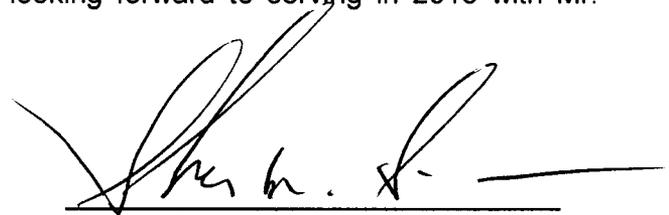
The Motion was **seconded** by Mr. Shanks and carried by the following vote:

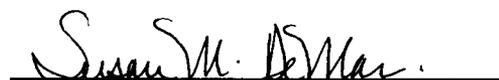
VOTE: 4-0  
AYE: Harville, Snead, Saunders, Shanks (4)  
NAY: None (0)

**COMMUNICATIONS**

There were no communications from Staff. Mr. Harville noted it has been a pleasure to serve the Authority during the past year and looking forward to serving in 2015 with Mr. Saunders as Chairman.

MEETING ADJOURNED AT 12:47 P.M.

  
Chairman

  
Secretary to the Authority