

DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY

Minutes

February 8, 2016

The Regular Meeting of the Danville-Pittsylvania Regional Industrial Facility Authority convened at 12:15 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 Jessie L. Barksdale, Robert Warren and Alternate Elton W. Blackstock.

City/County staff members attending were: Pittsylvania County Administrator Clarence Monday, Interim City Manager Ken Larking, Pittsylvania County Economic Development Director Matt Rowe, Assistant County Administrator for Planning & Development Greg Sides, City of Danville Director of Economic Development Telly Tucker, City of Danville Assistant Director of Economic Development Corrie Teague, City of Danville Finance Director/Authority Treasurer Michael Adkins, City of Danville Assistant Finance Director Patricia Connor, City of Danville Senior Accountant Henrietta Weaver, Clement Wheatley Attorneys Michael Guanzon and Sandra Chinn-Gilstrap and Secretary to the Authority Susan DeMasi.

Also present was Shawn Harden of Dewberry & Davis.

PUBLIC COMMENT PERIOD

No one desired to be heard.

APPROVAL OF MINUTES FOR THE JANUARY 11, 2016 MEETING

Upon **Motion** by Mr. Shanks and **second** by Mr. Warren, Minutes of the January 11, 2016 meeting were approved as presented. Draft copies had been distributed to Authority Members prior to the Meeting.

NEW BUSINESS

5A. DISCUSSION OF PROPOSED BYLAW AMENDMENT

Mr. Guanzon explained the proposed bylaw amendment is to provide that the Vice Chairman be from a different locality than the then serving Chairman. This is to reflect current practice; if the Chairman was from the City, then the Vice Chairman would be from the County and vice versa when the terms change. This is not reflected currently in the bylaws.

Mr. Guanzon noted under the bylaws, there has to be at least one weeks' notice for a bylaw revision and since the agenda items do not come out on line until Wednesday, there was not enough time to fill that requirement. It can be discussed at this meeting, but the vote will be in the March meeting. There were no questions from the Board.

5B. CONSIDERATION – RESOLUTION 2016-02-08-5B – RATIFICATION OF EXPENDITURE

Assistant County Administrator for Planning & Development Greg Sides noted staff had discussed with the Board in a previous meeting an unannounced industry and one of the needs for that particular project was to develop a project cost estimate. Under the bylaws,

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to move the project forward, it was authorized by a staff member, the amount was \$5,400 under a contract with Dewberry Engineers; staff is asking the RIFA board to ratify that item.

Mr. Saunders **moved** adoption of *Resolution 2016-02-08-5B ratification of the expenditure of \$5,400, pursuant to paragraph 2 of Article IV ("Member Locality Agreement") of the Authority's Bylaws, for developing Lot 8 in the Authority's Berry Hill project located in Pittsylvania County, Virginia, for Project Lignum.*

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

VOTE: 4-0
AYE: Barksdale, Warren, Saunders, Shanks (4)
NAY: None (0)

5C. FINANCIAL STATUS REPORT AS OF JANUARY 31, 2016

Authority Treasurer Michael Adkins reviewed the Financial Status report as of January 31, 2016 beginning with the \$7.3M Bonds for Cane Creek with no activity for the month of January. General Expenditures for the month showed an additional expenditure of \$56 paid to the City's print shop for the plaques given to the outgoing board members at a previous meeting. There was \$506 expended on meals, \$550 to US Bank for annual fees relating to the trustee and other banking services for RIFA's bonds. Mega Park Funding Other than Bonds showed no activity for the month of January. Berry Hill Mega Park Lot 4 Site Development shows \$11,250 expended to Dewberry and \$234 to Wetlands Studies and Solutions. Rent, Interest and Other Income Realized, RIFA received its monthly rent from The Institute for Advanced Learning and Research for the Hawkins' Building, \$1,200 from Mountain View Farms, and \$210 in interest. RIFA also paid the monthly property management fee to the Institute for the Hawkins' Building of \$18,875.

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

VOTE: 4-0
AYE: Barksdale, Warren, 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 12:23 p.m., Mr. Shanks **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)(5) of the Code of Virginia, 1950, as amended ("Virginia Code"), for discussion concerning one or more prospective businesses where no previous announcement has been made of that business's interest in locating its facilities in one or more of the Authority's projects located in Pittsylvania County, Virginia and/or Danville; and as permitted by Virginia Code §2.2-3711(A)(40) for discussion or consideration of records excluded under Virginia Code §2.2-3705.6(3) (including without limitation those certain confidential

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proprietary records voluntarily provided by private business pursuant to a promise of confidentiality from the Authority, and used by the Authority for business and trade development).

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

VOTE: 4-0
AYE: Barksdale, Warren, Saunders, Shanks (4)
NAY: None (0)

C. On **Motion** by Mr. Saunders and **second** by Mr. Shanks and by unanimous vote at 12:54 p.m., the Authority returned to open meeting.

D. Mr. Warren **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: Barksdale, Warren, Saunders, Shanks (4)
NAY: None (0)

8. COMMUNICATIONS

Mr. Barksdale thanked everyone for their support, it has been a good meeting and looks forward to the next.

Mr. Saunders noted he appreciated all the work everyone is doing, appreciated Mr. Guanzon for all he is doing for the Board and asked Mr. Guanzon to make an introduction.

Mr. Guanzon introduced Sandra Chinn-Gilstrap who joined Clement Wheatley last week and will be sitting in for Mr. Guanzon if needed.

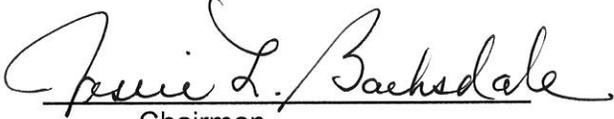
Mr. Warren thanked Mr. Guanzon for all his effort and noted his congratulations to Mr. Guanzon for his achievements that were in the paper this week, being recognized by the Virginia Bar.

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The Meeting adjourned at 12:58 p.m.


Chairman


Secretary to the Authority