

# **Danville-Pittsylvania Regional Industrial Facility Authority**

**City of Danville, Virginia  
County of Pittsylvania, Virginia**

## **AGENDA**

**May 9, 2016**

**12:00 P.M.**

**Danville Regional Airport  
Eastern Conference Room  
424 Airport Drive, Danville, Virginia**

### **County of Pittsylvania Members**

**Jessie L. Barksdale, Chairman  
Robert Warren  
Elton W. Blackstock, Alternate**

### **City of Danville Members**

**Sherman M. Saunders, Vice Chairman  
Fred O. Shanks, III  
J. Lee Vogler, Jr., Alternate**

### **Staff**

**Ken Larking, City Manager, Danville  
Clarence C. Monday, Pittsylvania County Administrator  
Clement Wheatley, Legal Counsel to Authority  
Susan M. DeMasi, Authority Secretary  
Michael L. Adkins, Authority Treasurer**

## **Danville-Pittsylvania Regional Industrial Facility Authority**

### **1. MEETING CALLED TO ORDER**

### **2. ROLL CALL**

### **3. PUBLIC COMMENT PERIOD**

Members of the public who desire to comment on a specific agenda item will be heard during this period. The Chairman/Vice Chairman of the Authority may restrict the number of speakers. Each speaker shall be limited to a total of three minutes for comments. *[Please note that the public comment period is not a question-and-answer session between the public and the Authority.]*

### **4. APPROVAL OF MINUTES OF THE APRIL 11, 2016 MEETING AND APRIL 20, 2016 SPECIAL MEETING**

### **5. NEW BUSINESS**

- A. Consideration of Resolution 2016-05-09-5A, authorizing the nonrenewal of all hunting leases in effect at the Authority's Berry Hill Industrial Park project located in Pittsylvania County, Virginia, including without limitation (i) that certain Hunting Lease with Guilford Whitetail Management, and (ii) that certain Hunting Lease with Jay Vann Clodfelter and Brent Clodfelter, in light of the Authority's active development of such project – Matthew D. Rowe, Director of Economic Development, Pittsylvania County
- B. Discussion of the Authority's existing bonds for capital improvements to the Authority's Cane Creek Industrial Park project located in Pittsylvania County, Virginia - Michael L. Adkins, CPA, Authority Treasurer
- C. Financial Status Report as of April 30, 2016 – Mr. Adkins and Patricia K. Conner, CPA, Assistant Finance Director, City of Danville

### **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. 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, Virginia;
- B. 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 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); and

## **Danville-Pittsylvania Regional Industrial Facility Authority**

- C. As permitted by Virginia Code §§ 2.2-3711(A)(3) and (29)(i) for discussion or consideration of the disposition of publicly held real property, where discussion in an open meeting would adversely affect the bargaining position or negotiating strategy of the Authority; and (ii) for discussion of the award of a public contract involving the expenditure of public funds, including interviews of bidders or offerors, and discussion of the terms or scope of such contract, where discussion in an open session would adversely affect the bargaining position or negotiating strategy of the Authority.

### **RETURN TO OPEN SESSION**

- D. Confirmation of Motion and Vote to Reconvene in Open Meeting.
- E. Motion to Certify Closed Meeting.

### **7. COMMUNICATIONS FROM:**

Jessie L. Barksdale  
Elton Blackstock  
Sherman M. Saunders  
Fred O. Shanks, III  
J. Lee Vogler, Jr.  
Robert Warren

Staff

### **8. ADJOURN**

# Danville-Pittsylvania Regional Industrial Facility Authority

## Executive Summary

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<b>Agenda Item No.:</b>	Item 4
<b>Meeting Date:</b>	05/09/2016
<b>Subject:</b>	Meeting Minutes
<b>From:</b>	Susan M. DeMasi, Authority Secretary

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### **SUMMARY**

Attached for the Board's approval are the Meeting Minutes from the Monday, April 11, 2016 meeting and the April 20, 2016 Special Meeting.

### **ATTACHMENTS**

Meeting Minutes – 04/11/2016

Meeting Minutes – 04/20/2016

DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY

Minutes

April 11, 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 and Alternate J. Lee Vogler. Fred O. Shanks, III was absent. Pittsylvania County Members present were Chairman Jessie L. Barksdale, Robert Warren and Alternate Elton W. Blackstock.

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

Also present were Shawn Harden and Brian Bradner of Dewberry & Davis.

Mr. Barksdale presided.

**PUBLIC COMMENT PERIOD**

No one desired to be heard.

Mr. Saunders announced that Ken Larking is no longer Interim City Manager, but is now City Manager of Danville.

**APPROVAL OF MINUTES FOR THE MARCH 14, 2016 MEETING**

Upon **Motion** by Mr. Saunders and **second** by Mr. Warren, Minutes of the March 14, 2016 meeting were approved as presented. Draft copies had been distributed to Authority Members prior to the Meeting.

**NEW BUSINESS**

**5A. CONSIDERATION – RESOLUTION 2016-04-11-5A – APPROVING A BILLBOARD LEASE**

Michael Guanzon, attorney for RIFA explained RIFA staff had been contacted by Mr. Harkins who operates a billboard leasing company. There is a billboard on RIFA property and they would like to continue to use it. RIFA staff recommends, pending the development of that lot, which is Lot 6 in the Cane Creek Centre, to continue to lease it. The rent will be \$1,500 with an escalator clause to \$2,000; there is also a right of early termination.

Mr. Warren **moved** adoption of *Resolution 2016-04-11-5A, a Resolution approving a billboard lease agreement to Harkins Outdoor Advertising Corporation, a South Carolina corporation, for the lease of an existing billboard located on Lot 6 containing approximately 6.78 acres in that portion of the Authority's Cane Creek Centre project located in Danville, Virginia, at an initial lease rate of \$1,500.00 per year, with an early termination right by the authority in the event the authority actively develops Lot 6.*

DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY  
Minutes  
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The Motion was **seconded** by Mr. Vogler.

Mr. Vogler questioned on the early termination, was there a time limit and Mr. Guanzon noted it was sixty days.

The Motion was **carried** by the following vote:

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

**6C. FINANCIAL STATUS REPORT AS OF MARCH 31, 2016**

Authority Treasurer Michael Adkins reviewed the Financial Status report as of March 31, 2016 beginning with the \$7.3M Bonds for Cane Creek with no activity during the month of March. General Expenditures show the recurring monthly expenses of \$33 for utilities and \$298 for meals. There was no activity for Mega Park Funding Other Than Bonds for March. Berry Hill Mega Park, Lot 4 Site Development showed one expenditure to Wetlands Studies and Solutions of \$672 for March. Rent, Interest and Other Income Realized for the month show RIFA received the monthly rent of \$18,876 from the Institute for Advanced Learning and Research for the Hawkins Building, \$300 from Securitas for their monthly lease payment and \$389 for interest earned for March. The only expenditure was \$18,875 which is the standard property management fee paid to the Institute for each month.

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

VOTE: 4-0  
AYE: Barksdale, Warren, Saunders, Vogler (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.]*

At 12:24 p.m. Mr. Warren **moved** that the Meeting of the Danville-Pittsylvania Regional Industrial Facility Authority be recessed in a Closed Meeting:

A. 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, Virginia;

B. 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 proprietary records voluntarily provided by private business pursuant to a

DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY

Minutes

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promise of confidentiality from the Authority, and used by the Authority for business and trade development); and

C. As permitted by Virginia Code §§ 2.2-3711(A)(3) and (29)(i) for discussion or consideration of the disposition of publicly held real property, where discussion in an open meeting would adversely affect the bargaining position or negotiating strategy of the Authority; and (ii) for discussion of the award of a public contract involving the expenditure of public funds, including interviews of bidders or offerors, and discussion of the terms or scope of such contract, where discussion in an open session would adversely affect the bargaining position or negotiating strategy of the Authority.

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

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

D. On **Motion** by Mr. Warren and **second** by Mr. Vogler and by unanimous vote at 1:09 p.m., the Authority returned to open meeting.

E. Mr. Vogler **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. Warren and carried by the following vote:

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

## **8. COMMUNICATIONS**

Mr. Barksdale noted RIFA has a great staff and thanked everyone for their input.

Mr. Vogler thanked everyone at today's meeting.

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Mr. Warren noted he was honored to be appointed to the Board and it has been a pleasure serving. Mr. Warren stated he attended a meeting announcing Go Virginia and thought it was impressive that they used a little of what the County and the City do, the relationship they have been able to form and work together for the greater good of both communities.

The Meeting adjourned at 1:13 p.m.

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Chairman

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Secretary to the Authority

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DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY  
Minutes – Special Meeting  
April 20, 2016

A Special Meeting of the Danville-Pittsylvania Regional Industrial Facility Authority convened at 8:05 a.m. on the above date in the Municipal Building, 427 Patton Street, 4<sup>th</sup> Floor Conference Room, Danville, Virginia. Present were City of Danville Members Vice Chairman Sherman M. Saunders and Fred O. Shanks, III. Alternate J. Lee Vogler was absent. Pittsylvania County Members present were Chairman Jessie L. Barksdale and Robert Warren. Alternate Elton W. Blackstock was absent.

City/County staff members attending were: City Manager Ken Larking, Pittsylvania County Economic Development Director Matt Rowe, Assistant County Administrator for Planning & Development Greg Sides, City of Danville Assistant Director of Economic Development Corrie Teague, City of Danville Finance Director/Authority Treasurer Michael Adkins, Assistant Director of Finance Patricia Conner, City of Danville Senior Accountant Henrietta Weaver, Clement Wheatley Attorney Michael Guanzon and Secretary to the Authority Susan DeMasi.

Mr. Barksdale presided.

**PUBLIC COMMENT PERIOD**

No one desired to be heard.

**NEW BUSINESS**

**4A. CONSIDERATION – RESOLUTION 2016-04-20-4A – APPROVING A CO-APPLICATION TO THE UNITED STATES DEPARTMENT OF TRANSPORTATION FOR A TRANSPORTATION INVESTMENT GENERATING ECONOMIC RECOVERY GRANT - TIGER GRANT**

Assistant Director of Economic Development Corrie Teague explained City and County staff are trying to find various funding sources in order to develop sites in Berry Hill Industrial Park, as well as improve the infrastructure. Staff came across a unique opportunity through the U.S. Department of Transportation to partner with the state for a TIGER grant, a Transportation Investment Generating Economic Recovery Grant. There is \$500,000,000 of funding available for transportation related projects throughout the United States. With the large scale industries RIFA is recruiting to Berry Hill, staff knows that rail infrastructure is very important, and has been made aware of a need to improve transportation access at the port. RIFA has an opportunity to partner with the state on a \$25,000,000 application to receive funds to build out rail throughout the Berry Hill Industrial Park as well improvements at the port. The application is due by 4/29/2016. Since this is in a rural area, the funds can be used for 100% of the project; it is very similar to the VDOT grants. The lead applicant, the State, would receive the funds if approved; RIFA has up until 2019 to obligate those funds for a specific project and until 2024 to spend the funds. Staff did receive confirmation from the Deputy Secretary of Agriculture that the locality and RIFA would not be liable if the funds were not expended; if the funds were not spent, they would have to be returned.

In response to Mr. Saunders, Ms. Teague noted there is \$500,000,000 available this fiscal year for projects around the United States. One applicant cannot exceed \$100,000,000 and there is a stipulation that no state can receive more than 25% of the \$500,000,000.

*Mr. Warren entered the meeting at 8:07 a.m.*

DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY  
Minutes – Special Meeting  
April 20, 2016

Mr. Guanzon noted this Resolution is just to submit the application by the deadline date. If there are stipulations, such as if there had to be matching funds, that would have to come back to RIFA for further approval.

Mr. Shanks **moved** adoption of *Resolution No. 2016-04-20-4A, authorizing a co-application to the United States Department of Transportation for a Transportation Investment Generating Economic Recovery grant to secure funding of rail infrastructure and port improvements necessary to handle increased agricultural and other bulk exports from Southern Virginia in support of the development of the Authority's Berry Hill Industrial Park project located in Pittsylvania County, Virginia.*

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)

The Meeting adjourned at 8:11 a.m.

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Chairman

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Secretary to the Authority

# Danville-Pittsylvania Regional Industrial Facility Authority

## Executive Summary

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<b>Agenda Item No.:</b>	Item 5-A
<b>Meeting Date:</b>	05/09/2016
<b>Subject:</b>	Nonrenewal of all hunting leases at Berry Hill
<b>From:</b>	Matthew D. Rowe, Director of Economic Development Pittsylvania County

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### **SUMMARY**

During the May 9, 2016 meeting, the Authority will be asked to consider Resolution 2016-05-09-5A, authorizing the nonrenewal of all hunting leases in effect at Berry Hill in light of development of this project.

### **ATTACHMENT**

Resolution 2015-05-09-5A.

**A RESOLUTION AUTHORIZING THE NONRENEWAL OF ALL HUNTING LEASES IN EFFECT AT THE AUTHORITY’S BERRY HILL INDUSTRIAL PARK PROJECT LOCATED IN PITTSYLVANIA COUNTY, VIRGINIA, INCLUDING WITHOUT LIMITATION (I) THAT CERTAIN HUNTING LEASE WITH GUILFORD WHITETAIL MANAGEMENT, AND (II) THAT CERTAIN HUNTING LEASE WITH JAY VANN CLODFELTER AND BRENT CLODFELTER, IN LIGHT OF THE AUTHORITY’S ACTIVE DEVELOPMENT OF SUCH PROJECT**

**WHEREAS**, the Danville-Pittsylvania Regional Industrial Facility Authority (the “**Authority**”) is a political subdivision of the Commonwealth of Virginia duly created pursuant to the Virginia Regional Industrial Facilities Act, as amended; and

**WHEREAS**, the Authority entered into that certain Hunting Lease with Guilford Whitetail Management, a North Carolina corporation (the “**Guilford Whitetail Hunting Lease**”), for the use of the Kluttz Farm, which is part of the Authority’s Berry Hill Industrial Park project located in Pittsylvania County, Virginia (the “**Berry Hill Project**”); the Guilford Whitetail Hunting Lease expires on May 16, 2016; and

**WHEREAS**, the Authority entered into that certain Hunting Lease with Jay Vann Clodfelter and Brent Clodfelter (the “**Clodfelter Hunting Lease**”), for the use of the Hairston Farm and the Worsham Place, both of which are part of the Berry Hill Project; the Clodfelter Hunting Lease expires on June 30, 2016; and

**WHEREAS**, the Authority has determined that given the active development of the Berry Hill Project, the Authority (i) should renew neither the Guilford Whitetail Hunting Lease nor the Clodfelter Hunting Lease and (ii) should not lease of any portion of the Berry Hill Project for hunting purposes.

**NOW, THEREFORE, BE IT RESOLVED**, that

1. The Authority hereby authorizes and directs (i) that the Guilford Whitetail Hunting Lease and the Clodfelter Hunting Lease not be renewed; and (ii) that the Authority not enter into a hunting lease for any portion of the Berry Hill Project.

2. The Authority hereby authorizes the Chairman or Vice Chairman of the Authority, either of whom may act independently of the other, to execute and deliver any documents as may be reasonably required to carry out the intent and purposes of these resolutions.

3. The Authority hereby authorizes and directs staff and other agents and representatives working on behalf of the Authority to take such actions and to do all such things as they in their discretion deem necessary or appropriate in order to carry out the intent and purposes of these resolutions.

**Resolution 2016-05-09-5A**

4. The Authority hereby approves, ratifies and confirms any and all actions previously taken by the Authority, its agents and representatives, with respect to the hunting leases on the Berry Hill Project and the matters contemplated therein.

5. This Resolution shall take effect immediately upon its adoption.

**CERTIFICATE**

I, the undersigned Secretary of the Danville-Pittsylvania Regional Industrial Facility Authority, hereby certify that the foregoing is a true, correct and complete copy of a Resolution duly adopted by a majority of the directors of the Danville-Pittsylvania Regional Industrial Facility Authority at a meeting duly called and held on May 9, 2016, and that such Resolution has not been repealed, revoked, rescinded or amended, but is in full force and effect on the date hereof.

**WITNESS** my hand as Secretary of the Danville-Pittsylvania Regional Industrial Facility Authority this 9th day of May2016.

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**SUSAN M. DeMASI**, Secretary  
Danville-Pittsylvania Regional Industrial Facility  
Authority

(SEAL)

# Danville-Pittsylvania Regional Industrial Facility Authority

## Executive Summary

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<b>Agenda Item No.:</b>	Item 5-B
<b>Meeting Date:</b>	05/09/2016
<b>Subject:</b>	Discussion of Existing Bonds
<b>From:</b>	Michael Adkins, Director of Finance, City of Danville

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### **SUMMARY**

During the May 9, 2016 meeting, the Authority will have a discussion on existing bonds for capital improvements to Cane Creek Industrial Park.

# Danville-Pittsylvania Regional Industrial Facility Authority

## Executive Summary

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<b>Agenda Item No.:</b>	Item 5-C
<b>Meeting Date:</b>	5/9/2016
<b>Subject:</b>	Financial Status Reports – April 30, 2016
<b>From:</b>	Michael L. Adkins, Authority Treasurer

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### **SUMMARY**

A review of the financial status reports through April 30, 2016 will be provided at the meeting. The financial status reports as of April 30, 2016 are attached for the DPRIFA Board's review.

### **RECOMMENDATION**

Staff recommends approving the financial status reports as of April 30, 2016 as presented.

### **ATTACHMENTS**

Financial Status Reports

# Financial Status

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## Table of Contents

- A. \$7.3 Million Bonds - Cane Creek Centre
- B. General Expenditures for FY2016
- C. Mega Park – Funding Other than Bond Funds
- D. Berry Hill Mega Park – Lot 4 Site Development
- E. Rent, Interest, and Other Income Realized
- F. Unaudited Financial Statements

**Danville-Pittsylvania Regional Industrial Facility Authority**

\$7,300,000 Bonds for Cane Creek Centre - Issued in August 2005 <sup>7</sup>

As of April 30, 2016

<b>Funding</b>	<b>Funding</b>	<b>Budget / Contract Amount</b>	<b>Expenditures</b>	<b>Encumbered</b>	<b>Unexpended / Unencumbered</b>
Funds from bond issuance	\$7,300,000.00				
Issuance cost	(155,401.33)				
Refunding cost <sup>7</sup>	(52,500.00)				
Bank fees	(98.25)				
Interest earned to date	486,581.70				
<b>Cane Creek Parkway <sup>3</sup></b>		\$3,804,576.00	\$ 3,724,241.16	\$ -	
<b>Swedwood Drive <sup>2</sup></b>		69,414.00	69,414.00	-	
<b>Cane Creek Centre entrance <sup>3</sup></b>		72,335.00	53,878.70	-	
<b>Financial Advisory Services</b>		9,900.00	9,900.00	-	
<b>Dewberry contracts <sup>1</sup></b>		69,582.50	69,582.50	-	
<b>Dewberry contracts not paid by 1.7 grant <sup>4,5</sup></b>		71,881.00	28,554.12	43,326.88	
<b>Land</b>		-	2,792,945.57	-	
<b>Demolition services</b>		71,261.62	71,261.62	-	
<b>Legal fees</b>		-	57,156.80	-	
<b>CCC - Lots 3 &amp; 9 project - RIFA Local Share <sup>6</sup></b>		142,190.00	112,464.98	-	
<b>Other expenditures</b>		-	339,846.72	-	
<b>Total</b>	<b>\$ 7,578,582.12</b>	<b>\$ 4,311,140.12</b>	<b>\$ 7,329,246.17</b>	<b>\$ 43,326.88</b>	<b>\$ 206,009.07</b>

**notes:**

<sup>1</sup> Dewberry Contracts consist of wetland, engineering, surveying and site preparation

<sup>2</sup> Funds being used to cover City and County matching contributions for a VDOT grant for Swedwood Drive

<sup>3</sup> Project completed under budget

<sup>4</sup> In September 2008 the outstanding principal balance of \$6,965,000 on the Series 2005 Cane Creek Project Revenue Bonds was tendered and not remarketed. These bonds were converted to bank bonds and are now subject to the Credit and Reimbursement agreement the Authority has with Wachovia Bank. The remarketing agent will continue its attempt to remarket these bonds in order to convert them back to Variable Rate Revenue Bonds. As a result, it is likely that the City and County will have to contribute additional funds in order to make future interest payments on the letter of credit attached to these bonds.

<sup>4</sup> These contracts were originally to be paid by the \$1.7M Special Projects Grant, this grant has expired and the TIC did not issue an extension. The remaining amounts of the contract will be paid using bond funds.

<sup>5</sup> The budget amount decreased \$71,279.61 from the September 30, 2010 reports. This amount represented the remaining budget amount carried from the \$1.7 SP grant upon its expiration for the following contracts: Wetland Delineation, Wetland Bank Plan Rev., Stream Concept Plan, & Stream Attribute Plan. Per Shawn Harden of Dewberry, these contracts are complete and finished under budget. The only contract that remains open is for Wetland Monitoring and the budget, expended, and encumbered amounts included here are only for this contract.

<sup>6</sup> This line item represents the amount of expenditures on the "CCC - Lots 3 & 9" budget sheet that is covered by bond funds. RIFA's local share of 5% of these project costs is being covered by these bond funds. Project finished under original budget.

<sup>7</sup> The \$7.3 million bonds were refunded on August 1, 2013 with the issuance of refunding bonds in the amount of \$5,595,000.

<b>Road Summary-Cane Creek Parkway:</b>	
English Contract-Construction	\$ 5,363,927.00
Change Orders	165,484.50
Expenditures over contract amount	3,579.50
(Less) County's Portion of Contract	(935,207.00)
(Less) Mobilization Allocated to County	(9,718.00)
Portion of English Contract Allocated to RIFA	4,588,066.00
Dewberry Contract-Engineering	683,850.00
<b>Total Road Contract Allocated to RIFA</b>	<b>\$ 5,271,916.00</b>

<b>Funding Summary - Cane Creek Parkway</b>	
VDOT	\$ 1,467,340.00
Bonds	3,804,576.00
	<b>\$ 5,271,916.00</b>

# Danville-Pittsylvania Regional Industrial Facility Authority

General Expenditures for Fiscal Year 2016

As of April 30, 2016

	<u>Funding</u>	<u>Budget</u>	<u>Expenditures</u>	<u>Encumbered</u>	<u>Unexpended / Unencumbered</u>
<b>Funding</b>					
City Contribution	\$ 75,000.00				
County Contribution	75,000.00				
Carryforward from FY2015	85,503.42				
<b>Contingency</b>					
Miscellaneous contingency items		\$ 127,003.42	\$ 1,118.07	\$ -	\$ 125,885.35
<b>Total Contingency Budget</b>		127,003.42	1,118.07	-	125,885.35
<b>Legal</b>					
		80,000.00	20,449.00	-	59,551.00
<b>Accounting</b>					
		20,300.00	19,700.00	600.00	-
<b>Annual Bank Fees</b>					
		600.00	550.00	-	50.00
<b>Postage &amp; Shipping</b>					
		100.00	-	-	100.00
<b>Meals</b>					
		4,000.00	2,699.37	-	1,300.63
<b>Utilities</b>					
		500.00	287.63	-	212.37
<b>Insurance</b>					
		3,000.00	-	-	3,000.00
<b>Total</b>	\$ 235,503.42	\$ 235,503.42	\$ 44,804.07	\$ 600.00	<b>\$ 190,099.35</b>

**Danville-Pittsylvania Regional Industrial Facility Authority**

**Mega Park - Funding Other than Bond Funds**

As of April 30, 2016

<b>Funding</b>	<b>Funding</b>	<b>Budget / Contract Amount</b>	<b>Expenditures</b>	<b>Encumbered</b>	<b>Unexpended / Unencumbered</b>
<b>Funding</b>					
City contribution	\$ 134,482.50				
County contribution	134,482.50				
City advance for Klutz, Canter, & Shoffner property <sup>1,4</sup>	10,340,983.83				
Tobacco Commission FY09 SSED Allocation	3,370,726.00				
Tobacco Commission FY10 SSED Allocation - Engineering Portion	407,725.00				
Tobacco Commission FY10 SSED Allocation - Eng. Portion Deobligated	(244,797.00)				
Local Match for TIC FY10 SSED Allocation - Engineering Portion <sup>5</sup>	76,067.61				
Additional funds allocated by RIFA Board on 1/14/2013 <sup>6</sup>	11,854.39				
<b>Land</b>					
Klutz property		\$ 8,394,553.50	\$ 8,394,553.50	\$ -	
Canter property <sup>2</sup>		1,200,000.00	1,200,000.00	-	
Adams property		37,308.00	37,308.00	-	
Carter property		5,843.00	5,843.00	-	
Jane Hairston property		1,384,961.08	1,384,961.08	-	
Bill Hairston property		201,148.00	201,148.00	-	
Shoffner Property		1,872,896.25	1,872,896.25	-	
<b>Other</b>					
Dewberry & Davis		28,965.00	28,965.00	-	
Dewberry & Davis <sup>3</sup>		990,850.00	973,629.29	17,220.71	
Consulting Services - McCallum Sweeney <sup>7</sup>		115,000.00	103,796.85	-	
Transfer available funds to "Berry Hill Mega Park - Lot 4 Site Development" Project <sup>8</sup>		-	11,203.15	-	
<b>Total</b>	\$ 14,231,524.83	\$ 14,231,524.83	\$ 14,214,304.12	\$ 17,220.71	\$ <b>(0.00)</b>

<sup>1</sup> This figure does not include the interest the City lost from the uninvested funds, which was paid to the City 1/3/2012 and totaled \$144,150.41.

<sup>2</sup> Settlement fees were drawn from bonds issued for the Berry Hill project 12/1/2011.

<sup>3</sup> This contract was originally for \$814,500, but has been amended to include a traffic impact analysis, and a cemetery survey. \$740,000 was covered by the FY09 Tobacco Allocation. \$162,928 was covered by the FY10 Tobacco Allocation. \$87,922 will be covered with RIFA Funds.

<sup>4</sup> RIFA paid the City back for all advances on 1/3/2012.

<sup>5</sup> The RIFA Board approved to utilize the remaining funds from the Mega Park bond funds and approximately \$65,000 of the 'Funds Available for Appropriation' towards the local match for the engineering portion of Tobacco Commission grant #1916 for the Berry Hill Mega Park.

<sup>6</sup> Due to the expiration of the Tobacco Commission FY10 SSED Allocation, the RIFA Board approved on 1/14/2013 to utilize \$11,854.39 of the 'Funds Available for Appropriation' to cover the funding shortfall for the budgeted Dewberry & Davis contract.

<sup>7</sup> Unencumbered the remaining \$11,203.15 due to termination of contract.

<sup>8</sup> As approved by RIFA Board on 10/16/2014

**Danville-Pittsylvania Regional Industrial Facility Authority**

**Berry Hill Mega Park - Lot 4 Site Development**

As of April 30, 2016

<u>Funding</u>	<u>Funding</u>	<u>Budget / Contract Amount</u>	<u>Expenditures</u>	<u>Encumbered</u>	<u>Unexpended / Unencumbered</u>
Tobacco Commission FY12 Megasite Allocation	\$ 6,208,153.00				
Local Match for TIC FY12 Megasite Allocation - County Portion <sup>1</sup>	750,000.00				
Local Match for TIC FY12 Megasite Allocation - City Portion <sup>1</sup>	750,000.00				
Local Match for TIC FY12 Megasite Allocation - RIFA Portion <sup>2</sup>	181,000.00				
Transfer in from "Mega Park - Funding Other than Bond Funds" Budget <sup>3</sup>	11,203.15				
<b>Expenditures</b>					
Dewberry Engineers Inc.		1,637,985.74	1,051,003.24	586,982.50	
Jones Lang LaSalle		95,000.00	95,000.00	-	
Jones Lang LaSalle - Economic Analysis		12,000.00	-	12,000.00	
VA Water Protection Permit Fee		57,840.00	57,840.00	-	
Wetlands Studies and Solutions, Inc.		141,996.00	65,266.70	76,729.30	
<b>Transfers to "General Expenditures Fiscal Year 2015" Contingency <sup>3</sup></b>					
Dewberry Engineers Inc.		(108,603.35)	(108,603.35)	-	
Jones Lang LaSalle - Market Analysis Study		(95,000.00)	(95,000.00)	-	
Jones Lang LaSalle - Economic Analysis		(12,000.00)	-	(12,000.00)	
<b>Total</b>	<b>\$ 7,900,356.15</b>	<b>\$ 1,729,218.39</b>	<b>\$ 1,065,506.59</b>	<b>\$ 663,711.80</b>	<b>\$ 6,171,137.76</b>

<sup>1</sup> \$300,000 of this was received from each locality in June 2014. \$450,000 received in August 2014. \$450,000 received in September 2014.

<sup>2</sup> The RIFA Board approved on 2/11/2013 to transfer the remaining funds of \$175,316.17 from the "Funds Available for Appropriation" budget sheet and funds of \$5,683.83 from the "Rent, Interest, and Other Income Realized" budget sheet to use for the RIFA local match to Tobacco Commission grant #2491 for Berry Hill Mega Park Lot 4 Site Development.

<sup>3</sup> As approved by RIFA Board on 10/16/2014

**Danville-Pittsylvania Regional Industrial Facility Authority**  
 Rent, Interest, and Other Income Realized  
 As of April 30, 2016

Source of Funds	Funding			Expenditures FY2016	Unexpended / Unencumbered
	Carryforward from FY2015	Current Month	Receipts FY2016		
<u>Carryforward</u>	\$ 460,739.60				
<u>Current Lessees</u>					
	<u>Park</u>	<u>Property</u>			
Institute for Advanced Learning and Research (IALR) <sup>1</sup>	Cyberpark	Hawkins Research Bldg. at 230 Slayton Ave.	\$ 18,875.83	\$183,680.86	
Institute for Advanced Learning and Research (IALR)	Cyberpark	IALR Building at 150 Slayton Ave.	-	-	
Securitas	Cyberpark	Gilbert Building at 1260 South Boston Rd.	300.00	3,000.00	
Guilford Whitetail Management	Berry Hill	Kluttz Farm off State Rd. 863/U.S. 311	-	-	
Mountain View Farms of Virginia, L.C.	Berry Hill	30 acre tract on Stateline Bridge Rd.	-	1,200.00	
Osborne Company of North Carolina, Inc.	Berry Hill	4380 Berry Hill Road Pastureland	-	-	
Clodfeiter Hunting Lease	Berry Hill	371.13 acres off State Road 863	-	-	
<u>Total Rent</u>			\$ 19,175.83	\$187,880.86	
<u>Interest Received</u> <sup>2</sup>			\$ 433.10	\$ 2,190.33	
<u>Yorktowne Repayment</u>			\$ -	\$ 76,834.52	
<u>Expenditures</u>				\$ 164,805.03	
Hawkins Research Bldg. Property Mgmt. Fee					
<b>Totals</b>			<b>\$ 460,739.60</b>	<b>\$ 19,608.93</b>	<b>\$ 266,905.71</b>
				<b>\$ 164,805.03</b>	<b>\$ 562,840.28</b>

**Restricted** <sup>1</sup> \$ 376,266.89  
**Unrestricted** \$ 186,573.39

<sup>1</sup> Please note that rent proceeds must be used in accordance with the U.S. Economic Development Administration's (EDA) Standard Terms and Conditions

<sup>2</sup> Please note that this is only interest received on RIFA's general money market account.

**Danville-Pittsylvania Regional Industrial Facility Authority**  
**Statement of Net Position <sup>1, 2</sup>**  
**April 30, 2016\***

	<b>Unaudited FY 2016</b>
<b>Assets</b>	
<i>Current assets</i>	
Cash - checking	\$ 1,029,133
Cash - money market	1,145,142
Prepays	230
<i>Total current assets</i>	2,174,505
<i>Noncurrent assets</i>	
Restricted cash - project fund CCC bonds	255,836
Restricted cash - debt service fund CCC bonds	936,103
Restricted cash - debt service fund Berry Hill bonds	-
Restricted cash - debt service reserve fund Berry Hill bonds	2,000,754
Capital assets not being depreciated	25,071,362
Capital assets being depreciated, net	25,369,730
Construction in progress	4,051,228
<i>Total noncurrent assets</i>	57,685,013
<b>Total assets</b>	59,859,518
<b>Liabilities</b>	
<i>Current liabilities</i>	
Unearned income	600
Bonds payable - current portion	808,450
<i>Total current liabilities</i>	809,050
<i>Noncurrent liabilities</i>	
Bonds payable - less current portion	7,250,090
<i>Total noncurrent liabilities</i>	7,250,090
<b>Total liabilities</b>	8,059,140
<b>Net Position</b>	
Net investment in capital assets	46,689,616
Restricted - debt reserves	2,936,857
Unrestricted	2,173,905
<b>Total net position</b>	\$ 51,800,378

<sup>1</sup> Please note this balance sheet does not include the Due to/Due from between the County and the City since it nets out and only changes at fiscal year-end.

<sup>2</sup> Please note this balance sheet does not include all general accounts receivable or accounts payable at the month-end date. This is because information regarding accrued receivables/payables is not available at the time of statement preparation.

\*Please note these statements are for the period ended April 30, 2016 as of April 26, 2016, the date of preparation. Due to statement preparation occurring in close proximity to month-end, these statements may not include some pending adjustments for the period.

**Danville-Pittsylvania Regional Industrial Facility Authority**  
**Statement of Revenues and Expenses and Changes in Fund Net Position**  
**April 30, 2016\***

	<b>Unaudited FY 2016</b>
<b>Operating revenues</b>	
Virginia Tobacco Commission Grants	-
Reimbursement of incentive grants	76,834
Rental income	195,131
<b>Total operating revenues</b>	<b>271,965</b>
<b>Operating expenses</b> <sup>4</sup>	
Mega Park expenses <sup>3</sup>	89,582
Cane Creek Centre expenses <sup>3</sup>	5,893
Cyber Park expenses <sup>3</sup>	165,714
Professional fees	37,211
Insurance	2,207
Other operating expenses	2,924
<b>Total operating expenses</b>	<b>303,531</b>
<b>Operating income</b>	<b>(31,566)</b>
<b>Non-operating revenues (expenses)</b>	
Interest income	2,997
Interest expense	(174,537)
<b>Total non-operating expenses, net</b>	<b>(171,540)</b>
<b>Net loss before capital contributions</b>	<b>(203,106)</b>
<b>Capital contributions</b>	
Contribution - City of Danville	723,199
Contribution - Pittsylvania County	723,199
<b>Total capital contributions</b>	<b>1,446,398</b>
<b>Change in net position</b>	<b>1,243,292</b>
<b>Net position at July 1, 2015</b>	<b>50,557,086</b>
<b>Net position at April 30, 2016</b>	<b>\$ 51,800,378</b>

<sup>3</sup> A portion or all of these expenses may be capitalized at fiscal year-end.

<sup>4</sup> Please note that most non-cash items, such as depreciation and amortization, are not included here until year-end entries are made.

*Danville-Pittsylvania Regional Industrial Facility Authority*  
*Statement of Cash Flows*  
*April 30, 2016\**

	<b>Unaudited FY 2016</b>
<b>Operating activities</b>	
Receipts from grant reimbursement requests	\$ -
Receipts from reimbursement of incentive grants	76,834
Receipts from leases	187,880
Payments to suppliers for goods and services	(336,187)
<b>Net cash used by operating activities</b>	<b>(71,473)</b>
<b>Capital and related financing activities</b>	
Capital contributions	1,446,398
Interest paid on bonds	(242,974)
Principal repayments on bonds	(1,130,000)
<b>Net cash provided by capital and related financing activities</b>	<b>73,424</b>
<b>Investing activities</b>	
Interest received	2,997
<b>Net cash provided by investing activities</b>	<b>2,997</b>
<b>Net increase in cash and cash equivalents</b>	4,948
<b>Cash and cash equivalents - beginning of year (including restricted cash)</b>	<b>5,362,020</b>
<b>Cash and cash equivalents - through April 30, 2016 (including restricted cash)</b>	<b>\$ 5,366,968</b>
<b>Reconciliation of operating loss before capital contributions to net cash used by operating activities:</b>	
Operating loss	\$ (31,566)
Adjustments to reconcile operating loss to net cash used by operating activities:	
Non-cash operating in-kind expenses	-
Changes in assets and liabilities:	
Change in prepaids	2,207
Change in due from other governments	-
Change in other receivables	-
Change in accounts payable	(34,864)
Change in unearned income	(7,250)
<b>Net cash used by operating activities</b>	<b>\$ (71,473)</b>

<b>Components of cash and cash equivalents at April 30, 2016:</b>	
American National - Checking	\$ 1,029,133
American National - General money market	1,145,142
Wells Fargo - \$7.3M Bonds CCC Debt service fund	936,103
Wells Fargo - \$7.3M Bonds CCC Project fund	255,836
US Bank - \$11.25M Bonds Berry Hill Debt service fund	-
US Bank - \$11.25M Bonds Berry Hill Debt service reserve fund	2,000,754
	<b>\$ 5,366,968</b>