

Danville-Pittsylvania Regional Industrial Facility Authority

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

AGENDA

October 9, 2018

12:00 P.M.

**Institute for Advanced Learning and Research
150 Slayton Avenue, Room 206
Danville, Virginia**

County of Pittsylvania Members

**Robert W. Warren, Chairman
Ronald S. Scarce
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
David M. Smitherman, 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 SEPTEMBER 10, 2018 MEETING AND THE SEPTEMBER 14, 2018 SPECIAL CALLED MEETING

5. NEW BUSINESS

- A. Consideration of Resolution No. 2018-10-09-5A, approving Amendment No. 22, dated October 1, 2018, to Contract dated February 9, 2009, Engineering Services related to the Mega Park Master Plan, (i) to prepare a Request for Proposals (RFP) to solicit qualifications from consultants to assist in preparing a National Environmental Policy Act (NEPA) study and supporting studies for a connector road (U.S. 311) to service the Authority's Southern Virginia Mega Site at Berry Hill project located in Pittsylvania County, Virginia, (ii) to evaluate submissions and (iii) to make a recommendation to the Authority's staff, for a lump sum fee of \$4,500 - Brian K. Bradner, P.E., Vice President, Dewberry Engineers Inc.
- B. Financial Status Reports as of September 30, 2018 – Michael L. Adkins, CPA, Treasurer of the Authority, and Henrietta Weaver, CPA, City of Danville, Virginia

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)(39) for discussion or consideration of records excluded under Virginia Code § 2.2-3705.6(3) (including without limitation (i) 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 (ii) those certain memoranda, working papers, or other information related to businesses that are considering locating or expanding in Virginia, prepared by the Authority, where competition or bargaining is involved and where disclosure of such information would adversely affect the financial interest of the Authority); such information

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being excluded from mandatory disclosure under Virginia Code § 2.2-3705.1(12) (information relating to the negotiation and award of a specific contract pertaining to the Authority's Southern Virginia Mega Site at Berry Hill project where competition or bargaining is involved and where the release of such information would adversely affect the bargaining power or negotiating strategy of the Authority) and Virginia Code § 2.2-3705.1(8) (appraisals and cost estimates of real property in one or more of the Authority's projects subject to a proposed purchase, sale, or lease, prior to the completion of such purchase, sale, or lease); and

- C. As permitted by Virginia Code §§ 2.2-3711(A)(3) for discussion or consideration of the acquisition and/or 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.

RETURN TO OPEN SESSION

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

7. COMMUNICATIONS FROM:

- Authority Board Members
- Staff
- Confirmation of expected quorum for Monday, November 12, 2018 meeting of the Authority – Michael C. Guanzon, Esq.

8. ADJOURN

Danville-Pittsylvania Regional Industrial Facility Authority

Executive Summary

Agenda Item No.:	Item 4
Meeting Date:	10/09/2018
Subject:	Meeting Minutes
From:	Susan M. DeMasi, Authority Secretary

SUMMARY

Attached for the Board's review and approval are the Meeting Minutes from the Monday, September 10, 2018 and Friday, September 14, 2018 Special Called Meeting.

ATTACHMENTS

Meeting Minutes – 09/10/2018 and 09/14/2018.

DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY

Minutes

September 10, 2018

The Regular Meeting of the Danville-Pittsylvania Regional Industrial Facility Authority convened at 12:09 p.m. on the above date at the Institute for Advanced Learning and Research, 150 Slayton Drive, Room 206, 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 Robert W. Warren, Ronald S. Searce; Alternate Elton W. Blackstock was absent.

City/County staff members attending were: Danville City Manager Ken Larking, County Administrator David Smitherman, City of Danville Director of Economic Development Telly Tucker, Assistant Director of Economic Development Corrie Teague Bobe, Project Manager Kelvin Perry, Pittsylvania County Director of Economic Development Matt Rowe, City of Danville Director of Finance Michael Adkins, City of Danville Senior Accountant Henrietta Weaver, City of Danville Director of Community Development Kenneth Gillie, City of Danville Senior Planner Bryce Johnson, Clement Wheatley Attorneys Michael Guanzon and Jennifer Burnett and Executive Secretary Amanda Allen. Also present were Brian Bradner and Shawn Harden from Dewberry & Davis, Executive Director of IALR Marc Gignac, Linda Green from SVRA and City of Danville Councilman Madison Whittle.

Chairman Warren noted, Secretary Susan DeMasi is on vacation and absent today. Per Article 6, Paragraph 5A of the By-laws, I here appoint Amanda Allen a member of the Authority Staff to be responsible for the presentation of detailed minutes of this meeting.

PUBLIC COMMENT PERIOD

No one desired to be heard.

APPROVAL OF MINUTES FOR THE AUGUST 13, 2018 MEETING

Upon **Motion** by Mr. Saunders and **second** by Mr. Shanks, Minutes of the August 13, 2018 Meeting were approved as presented. Draft copies had been distributed to Authority Members prior to the Meeting.

NEW BUSINESS

5A. – CONSIDERATION OF RESOLUTION NO. 2018-09-10-5A APPROVING THAT CERTAIN PERFORMANCE AGREEMENT WITH APPALACHIAN POWER COMPANY

Pittsylvania County Director of Economic Development Matt Rowe explained this item was discussed in the past regarding the right-of-way to identify the proper route for the 138kV line coming into the park. The first part of the process to acquire the right-of-way is approving the performance agreement. Staff met with Mr. Swisher, the Authority's legal counsel has reviewed this and the funds shown are Tobacco Commission funds as far as the local match. Mr. Rowe explained this is a multi step process, once this agreement is signed, the next step will be the engineering study work and then studying how the parcel will be impacted by the right-of-way. The third step would be acquiring the right-of-way, and the fourth step would be once a user is on the property, actually building the infrastructure itself; this will be a year long process. The actual timeline of constructing the power line infrastructure will take 12 to 15 months. Mr. Rowe reminded everyone how important this timeline was because it gives times to get the property into the "sweet spot" that the state has mentioned in numerous meetings, of having the ability to have finished construction of the infrastructure within 16 months of a large company signing to locate on the property. Authority Attorney Michael Guanzon added that it is not a flat rate, there is a budget, plus a 25% contingency budget that totals the

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\$1,655,000. The contract states that if the cost exceeds that amount, either party can walk away and come back for further discussions. Staff budgets this amount, the money gets deposited with Appalachian Power; they pull it out and send it to the Treasurer to look at to make sure it is the appropriate cost.

City Manager Ken Larking asked Director of Finance Michael Adkins to explain how the local share would work in this project. Mr. Adkins stated Tobacco Commission Grant #2264 totals \$2.7M; there is a \$1M local match, \$500,000 comes from the City and \$500,000 from the County. Staff has asked if the local match had to be spent first or if it can be done pro rata throughout the life of the grant; they are waiting for a response on that. Mr. Shanks asked if it was anticipated that pro rata would be accepted and Mr. Adkins noted that is what they are hoping. Mr. Larking asked if both localities would have to appropriate funds to go to RIFA in order to cover the cost and Mr. Adkins stated the money had not been transferred to RIFA. He could not speak for the County, but the City would have to make an appropriation for the local share. Mr. Shanks questioned if it was placed in the budget and Mr. Adkins noted the grant was awarded in 2011 and at the time it was felt that RIFA should wait for the work at hand before the appropriation was made. Mr. Guanzon added there is an ability for reimbursement if there are enough users in a ten year window after it is constructed. Mr. Shanks asked how much the City would need to budget and Mr. Larking responded the maximum would be \$500,000 however, if it is pro rated then it would be about half.

Mr. Shanks **moved** for adoption of *Resolution No. 2018-09-10-5A, approving that certain Performance Agreement with Appalachian Power Company, a Virginia public service corporation ("APCo"), for the construction of a 138 kV electric power transmission line to service the Authority's Southern Virginia Mega Site at Berry Hill ("SVMS") project, located in Pittsylvania County, Virginia, at an estimated aggregate cost of \$1,655,000, for the permitting process, final line design and preliminary substation design, right of way and substation site acquisition, along with a 25% contingency budget; those costs are subject to refund by APCo, should the actual metered capacity usage in the SVMS reach at least 60% of certain usage threshold for three consecutive months.*

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

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

5B. FINANCIAL STATUS REPORT AS OF JULY 31, 2018

Authority Treasurer Michael Adkins gave the Financial Status report as of August 31, 2018, noting the \$7.3M in bonds for Cane Creek show expenditures for August of \$495 to Dewberry for continued wetland monitoring and \$557 to Clement and Wheatley for legal services. Mr. Adkins stated there were still FY18 General Expenditures, with \$14,947 paid to Clement and Wheatley for legal fees; FY19 General Expenditures show one expenditure of \$219 for meals during the month of August. Funding for the Mega Park other than Bonds shows no activity for August, Lot 4 Site Development shows \$18,000 expended to Dewberry for Phase 1 pad expansion and there were no expenditures for Lot 8 site development. Water and Sewer at Berry Hill show \$8,640 expended to Dewberry for Amendment 20 that came out of Tobacco Commission Grant 3011, and \$2,500 was paid to AECOM for a utility occupancy license and application fee that also came out of that same grant. FY18 Rent, Interest and Other Income shows no activity for August. FY19 Rent shows RIFA received \$11,370 from the Institute which is slightly less than normal due to the refund paid to Viridia related to the Hawkins'

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Building, and \$439 of interest income. Expenditures were \$20,654 paid to the Institute for the Maintenance of the Hawkins' Building.

Mr. Shanks **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: Warren, Searce, Saunders and Shanks (4)
NAY: None (0)

5C. – CONSIDERATION OF RESOLUTION NO. 2018-09-10-5C APPROVING THOSE CERTAIN PLANS AND SPECIFICATIONS FOR “INSTITUTE FOR ADVANCED LEARNING AND RESEARCH HAWKINS EXPANSION DANVILLE CYBER PARK”

Senior Planner for the City of Danville Bryce Johnson stated that since the building is in the Cyber Park the Authority needs to grant approval of the building. The main concern has to do with the exterior of the building having brick and metal pinned over; this is consistent with other buildings in the area. Mr. Guanzon asked if the building has been approved by the City and Mr. Johnson explained the building does meet all City zoning and inspection codes. Dewberry Engineer Shawn Harden stated that the metal panels are not traditional metal panels, they are a sandwiched metal panel with insulation on the inside and are very architectural. Mr. Guanzon asked Mr. Johnson if the material is not prohibited but rather discouraged, and overall Community Development feels that it is okay and Mr. Johnson noted that was correct. Mr. Warren asked Mr. Harden if what he stated was that aesthetically it would fit fine and Mr. Harden stated that it would.

Mr. Searce **moved** for adoption of *Resolution No. 2018-09-10-5C, approving those certain plans and specifications for “Institute for Advanced Learning and Research Hawkins Expansion Danville Cyber Park”, Project No. 50101432, dated July 20, 2018, submitted by Dewberry, for construction on certain real property in the Authority’s Cyber Park project in Danville, Virginia, and commonly known as 228 Slayton Avenue, Danville, Virginia.*

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

VOTE: 4-0
AYE: Warren, Searce, Saunders and 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.]

At 12:35 p.m. Mr. Saunders **moved** that the Meeting of the Danville-Pittsylvania Regional Industrial Facility Authority be recessed in a Closed Meeting for the following purposes:

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;

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B. As permitted by Virginia Code § 2.2-3711(A)(39) for discussion or consideration of records excluded under Virginia Code § 2.2-3705.6(3) (including without limitation (i) 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 (ii) those certain memoranda, working papers, or other information related to businesses that are considering locating or expanding in Virginia, prepared by the Authority, where competition or bargaining is involved and where disclosure of such information would adversely affect the financial interest of the Authority); such information being excluded from mandatory disclosure under Virginia Code §2.2-3705.1(12) (information relating to the negotiation and award of a specific contract pertaining to the Authority's Berry Hill Mega Site project where competition or bargaining is involved and where the release of such information would adversely affect the bargaining power or negotiating strategy of the Authority) and Virginia Code § 2.2-3705.1(8) (appraisals and cost estimates of real property in the Authority's Berry Hill Mega Site project subject to a proposed purchase, sale, or lease, prior to the completion of such purchase, sale, or lease); and

C. As permitted by Virginia Code §§ 2.2-3711(A)(3) for discussion or consideration of the acquisition and/or 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.

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

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

D. On **Motion** by Mr. Searce and **second** by Mr. Shanks and by unanimous vote at 1:13 p.m., the Authority returned to open meeting.

E. Mr. Searce **moved** for 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: Warren, Searce, Saunders and Shanks (4)
NAY: None (0)

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7. COMMUNICATIONS

Mr. Shanks thanked everyone for continuing all of their hard work to keep projects moving forward.

Mr. Warren thanked Mr. Guanzon and Clement Wheatley, they do a great job and are always prepared, and thanked staff as well.

Mr. Guanzon reminded everyone that the October RIFA meeting will fall on Columbus Day therefore the next RIFA meeting will be held on Tuesday, October 9, 2018 at 12:00 p.m.

Mr. Rowe mentioned that today's meeting did not seem the same without Denice Thibodeau sitting at the table. He asked everyone to take a moment to recognize her since she was a huge component as far as what RIFA did, covering the events, and to keep her family in their thoughts and prayers. Mr. Warren noted his agreement.

Mr. Rowe also mentioned staff is working on the logo and signage plan and hopefully something will be presented within the month, maybe at the next meeting. Ms. Bobe and Ms. Ashworth are doing a great job trying to come up with some logos, brands and themes. Staff's goal is to have some signage at Berry Hill, especially with the prospects that they are seeing.

Mr. Saunders asked Mr. Tucker and Mr. Rowe if there was any additional news to add to the Kyocera ribbon cutting and Mr. Tucker reminded everyone of the "Save the Date" for next Tuesday, September 18, 2018. Mr. Tucker mentioned that members of the Executive team from Japan will be here, and tours will be given of the facility as well. Mr. Tucker noted that it is truly a remarkable advanced engineering building that is second to none and is helping to change perceptions as to what manufacturing is going forward. Mr. Saunders thanked Mr. Tucker and Mr. Rowe for the wonderful job that they have been doing for RIFA.

Meeting adjourned at 1:19 p.m.

Chairman

Secretary to the Authority

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September 14, 2018

A Special Called Meeting of the Danville-Pittsylvania Regional Industrial Facility Authority convened at 8:03 a.m. on the above date at the Institute for Advanced Learning and Research, 150 Slayton Drive, Room 206, 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 Robert W. Warren and Ronald S. Scearce; Alternate Elton W. Blackstock was absent.

City/County staff members attending were: City of Danville Project Manager Kelvin Perry, Pittsylvania County Director of Economic Development Matt Rowe, City of Danville Director of Finance Michael Adkins, City of Danville Senior Accountant Henrietta Weaver, Clement Wheatley Attorney Michael Guanzon and Secretary Susan DeMasi.

PUBLIC COMMENT PERIOD

No one desired to be heard.

NEW BUSINESS

4A. – CONSIDERATION OF RESOLUTION NO. 2018-09-14-4A APPROVING AN OPTION CONTRACT TO PURCHASE APPROXIMATELY 149 ACRES IN ONE OF THE AUTHORITY’S INDUSTRIAL PARK PROJECTS IN PITTSYLVANIA COUNTY

Mr. Saunders **moved** for adoption of *Resolution 2018-09-14-4A, approving that certain Option Contract granting the optionee the option (but not obligation) to purchase approximately 149 acres in one of the Authority’s industrial park projects located in Pittsylvania County, Virginia, at a purchase price of \$30,000.00 per acre, with an initial option fee of \$10,000.00, with additional annual payments of \$15,000.00, \$20,000.00 and \$25,000.00, respectively, for an option term of 42 months.*

The Motion was **seconded** by Mr. Scearce.

Authority Attorney Michael Guanzon noted this was an Option Contract between the Authority and Indevprop LLC, a Virginia Limited Liability Company, to purchase approximately 149 acres in the Southern Virginia Mega Site at Berry Hill; it would come out from Tract H-K, which is a bigger tract of 2,123 acres. This would be for an option, they don’t have to buy it, and they have a period to do due diligence. Page two of the contract shows the option fees for every year, \$10,000, \$15,000, \$20,000 and \$25,000 annually up to 42 months. The first option fee of \$10,000 is refundable, if they terminate before the first six months of this contract, they get the \$10,000 back; after that it is non-refundable. If they do close, they get the money back, essentially an adjustment to the purchase price. The purchase price will be \$30,000 per acre which is consistent with the price that RIFA has offered lots at the Mega Site. Seven years after closing, they have a commitment to make a minimum investment of \$200B. This contract is assignable, which means they can give this option to someone else who would be the ultimate buyer. It is staff’s understanding that the optionee, which is Indevprop LLC., has a client that will be looking into taking over this contract; the identity of that client is protected and confidential at this time.

Mr. Rowe stated if the Board approves the Option Contract, staff does have a media statement that can be handed out. Those statements have been reviewed by both the Indevprop LLC as well as their client, and has also been reviewed by RIFA’s attorney. Mr. Guanzon noted based on other transactions, this is quite favorable, it is in line with other transactions that RIFA has entered into.

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Mr. Shanks stated assuming things get extended out as far as the option is allowed, the maximum amount of time that the property would be tied up would be 42 months and Mr. Guanzon noted that was correct. There is a short extension if there was an environmental problem. In theory, it can be extended another six months past that, that would be because of something RIFA did.

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

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

Meeting adjourned at 8:10 a.m.

Chairman

Secretary to the Authority

DRAFT

Danville-Pittsylvania Regional Industrial Facility Authority

Executive Summary

Agenda Item No.: Item 5A

Meeting Date: 10/09/2018

Subject: Resolution 2018-10-09-5A Approving Amendment No. 22.

From: Shawn R. Harden, P.E., Project Manager
Dewberry Engineers, Inc.

SUMMARY

The Board will be asked to approve Resolution 2018-10-09-5A, approving Amendment Number 22 to Engineering Services Contract related to the Mega Park Master Plan.

ATTACHMENTS

Resolution 2018-10-09-5A

Exhibit

Resolution No. 2018-10-09-5A

A RESOLUTION APPROVING AMENDMENT NO. 22, DATED OCTOBER 1, 2018, TO CONTRACT DATED FEBRUARY 9, 2009, ENGINEERING SERVICES RELATED TO THE MEGA PARK MASTER PLAN, (I) TO PREPARE A REQUEST FOR PROPOSALS (RFP) TO SOLICIT QUALIFICATIONS FROM CONSULTANTS TO ASSIST IN PREPARING A NATIONAL ENVIRONMENTAL POLICY ACT (NEPA) STUDY AND SUPPORTING STUDIES FOR A CONNECTOR ROAD (U.S. 311) TO SERVICE THE AUTHORITY'S SOUTHERN VIRGINIA MEGA SITE AT BERRY HILL PROJECT LOCATED IN PITTSYLVANIA COUNTY, VIRGINIA, (II) TO EVALUATE SUBMISSIONS AND (III) TO MAKE A RECOMMENDATION TO THE AUTHORITY'S STAFF, FOR A LUMP SUM FEE OF \$4,500

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 finds that as part of the Authority's development of its Southern Virginia Mega Site at Berry Hill project (the "SVMS") located in Pittsylvania County, Virginia, a National Environmental Policy Act (NEPA) study and supporting studies are required in order to plan a connector road to service the SVMS; and

WHEREAS, the Authority further finds that it is reasonable, necessary and proper for its engineers, Dewberry Engineers Inc., a New York corporation, who possess the knowledge, experience and information about the development of the SVMS, to assist the Authority with preparing a Request for Proposals (RFP) to solicit qualifications from consultants to assist in preparing such NEPA and supporting studies, to evaluate the submissions and to make a recommendation to the Authority's staff, as more particularly set forth in that certain Amendment No. 22 dated October 1, 2018, to Contract dated February 9, 2009 - Engineering Services Related to the Mega Park Master Plan, a copy of which is attached as **Exhibit A**, incorporated herein by this reference ("Amendment No. 22"); and

WHEREAS, under Amendment No. 22, the professional services by Dewberry Engineers Inc. are generally described as "**Proposal for Professional Services: Southern Virginia Mega Site at Berry Hill (Berry Hill) Connector Road (US 311)**" at a lump sum fee of \$4,500; and

WHEREAS, the fiscal agent of the Authority has determined that the funding for the work under Amendment No. 22 is available within a line item previously approved by the Authority as "**Mega Park – Funding Other than Bond Funds**", which was funded in part from the Major Employment and Investment (MEI) Project Site Planning Grant from the Virginia Economic Development Partnership (VEDP); and

WHEREAS, the Board of Directors of the Authority has hereby determined, in open session, that Amendment No. 22, in furtherance of the development of the SVMS, serves the purpose of the Authority to enhance the economic base of the City of Danville and Pittsylvania County by developing, owning, and operating the SVMS on a cooperative basis involving the City and the County, and that it is in the best interests of the Authority and the citizens of the City and

Resolution No. 2018-10-09-5A

the County for the Authority to authorize, approve, execute and adopt in all respects Amendment No. 22.

NOW, THEREFORE, BE IT RESOLVED BY THE DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY, THAT:

1. The Authority hereby authorizes and directs its Chairman and/or Vice Chairman, either of whom may act independently of the other, to execute and deliver, and otherwise pursue, Amendment No. 22, together with such further amendments, deletions or additions to Amendment No. 22 as may be approved by its Chairman or Vice Chairman (as the case may be), and such execution of the same by its Chairman or Vice Chairman (as the case may be) to conclusively establish his approval of any further amendments, deletions or additions thereto.

2. The Authority hereby authorizes its Chairman and Vice Chairman, either of whom may act independently of the other, to execute and deliver such other documents in connection with Amendment No. 22, as may be approved by its Chairman or Vice Chairman (as the case may be), such execution by its Chairman or Vice Chairman (as the case may be) to conclusively establish his approval of such other documents.

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 are contemplated by Amendment No. 22 or as they in their discretion deem necessary or appropriate in order to carry out the intent and purposes of this Resolution.

4. The Authority hereby approves, ratifies and confirms any and all actions previously taken by the Authority, its agents and representatives, in respect to Amendment No. 22 and the matters contemplated in this Resolution.

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 October 9, 2018, 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 as of the 9th day of October 2018.

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

(SEAL)

Exhibit A

[Dewberry Engineers Inc. - Amendment No. 22]

AMENDMENT NO. 22

October 1, 2018

Mr. Robert "Bob" Warren
Chairman
Danville-Pittsylvania Regional Industrial Facility Authority (RIFA)
P.O. Box 3300
Danville, Virginia 24543

**RE: Proposal for Professional Services:
Southern Virginia Mega Site at Berry Hill (Berry Hill)
Connector Road (US 311)**

Dear Mr. Warren:

In November, 2009, Dewberry prepared a transportation study for the SoVa Mega Site at Berry Hill. The transportation study identified the Connector Road as the preferred option to serve the Mega Site. Dewberry completed a traffic impact analysis in July 2010 identifying what improvements would be necessary to support various employment levels at the Mega Site. The Virginia Department of Transportation (VDOT) conducted an independent Interchange Justification Report (IJR) in 2015 which also identified the Connector Road as the preferred option to serve the Mega Site. Dewberry updated the transportation plan in June, 2018. The immediate next steps to complete are a NEPA (National Environmental Policy Act) study of the desired roadway corridor, preliminary engineering and right-of-way (ROW) acquisition. RIFA intends to utilize funds from Virginia Tobacco Region Revitalization Commission (VTRRC) grant (with local match) #2264 and a Major Employment and Investment (MEI) Project Site Planning Grant recently awarded to RIFA by the Virginia Economic Development Partnership (VEDP) to fund these efforts.

SCOPE OF SERVICES

Dewberry proposes to provide the following Scope of Services:

1. NEPA Document Preparation

Dewberry will prepare an RFP to solicit qualifications from consultants to assist in preparing a NEPA study and supporting studies for the Connector Road. Interested consultants will be required to demonstrate appropriate experience in completing similar studies on VDOT projects. The studies will be conducted in coordination with VDOT and completed in general accordance with the following procedures and guidance:

- National Environmental Policy Act of 1969 (NEPA) as amended,
- Council on Environmental Quality's (CEQ) *Regulations for Implementing the Procedural Provisions of NEPA* (40 CFR 1500 - 1508),
- FHWA's *Environmental Impact and Related Procedures* (23 CFR 771),
- FHWA's Technical Advisory T 6640.8A, and
- Other appropriate laws, regulations and guidance.

October 1, 2018

The NEPA process is triggered by a "Federal Action" such as federal funding, federal property, or the need for a federal permit for the action. This process typically involves the following:

- Development of a Purpose and Need statement –what will it do, and what need are we serving. This also provides a mechanism for weeding out alternatives that won't work for the purpose or need.
- In consultation with VDOT and FHWA (Federal Highway Administration) the level of NEPA document is discussed and approved.
- Regulatory Agency and Interested Party scoping is conducted, database reviews completed, and surveys are conducted. Items of concern in the path (endangered species, historic resources, cemeteries, etc.) project constraints are identified, and the development of a "preferred" alignment alternative is completed.
- A draft NEPA document is produced with the information gathered, approved for public review by VDOT, and public hearings are held. The decisions/opinions are documented and responded to in the NEPA document and provided to VDOT and FHWA for approval.
- A "Finding" is then rendered by the FHWA as to whether the project will have significant impacts that are unavoidable (Environmental Impact Statement), or they render a Finding of No Significant Impact (FONSI).
- Once a FONSI or Record of Decision is obtained, the project may begin to progress beyond preliminary design.

Dewberry will review the submitted qualifications from the three consultants and make recommendation to RIFA staff. The selected consultant can either serve as a sub-consultant to Dewberry or contract directly with RIFA. Once Dewberry and RIFA staff have selected a consultant to prepare the NEPA document, Dewberry, select RIFA staff and the selected consultant will participate in a scoping meeting with VDOT and FHWA representatives. The purpose of this meeting is for VDOT and FHWA to define the detailed scope and process for completing the study. Once a detailed scope has been defined, Dewberry and the selected consultant will prepare detailed scope of work with cost to RIFA for completion of the required NEPA document.

FEE

Dewberry proposes to complete the scope of work described above for the lump sum fee of \$4,500.00. We understand funds from the MEI Project Site Planning Grant, described above, will be utilized to fund this work.

Except as amended in this proposal, all other terms, provisions, and conditions of our current Agreement for Professional Services to develop the Berry Hill property, dated February 9, 2009 shall remain in full force and effect, and the parties ratify and confirm that the Agreement for Professional Services to develop the Berry Hill property, dated February 9, 2009, as amended by this proposal, is and remains in full force and effect.

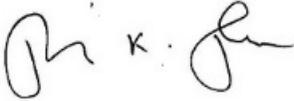
Mr. Robert "Bob" Warren
October 1, 2018

Again, we appreciate the opportunity to submit this contract amendment and look forward to continuing to work with you on this project. Please do not hesitate to call if you have questions or wish to discuss the proposal or project further. The return of an executed copy of this proposal will serve as our authorization to proceed. Dewberry will not begin work under this contract until authorized by RIFA and/or City/County staff.

Sincerely,



Shawn R. Harden, PE
Senior Associate



Brian K. Bradner, PE
Vice President | Branch Manager

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The foregoing Contract Amendment of Dewberry Engineers Inc. is accepted:

Print (Type) Individual, Firm, or Corporate Name

Signature of Authorized Representative Date

Print (Type) Name of Authorized Representative and Title

Danville-Pittsylvania Regional Industrial Facility Authority

Executive Summary

Agenda Item No.:	Item 5B
Meeting Date:	October 9, 2018
Subject:	Financial Status Reports – September 30, 2018
From:	Michael L. Adkins, Authority Treasurer

SUMMARY

A review of the financial status reports through September 30, 2018 will be provided at the meeting. The financial status reports as of September 30, 2018 are attached for the DPRIFA Board's review.

RECOMMENDATION

Staff recommends approving the financial status reports as of September 30, 2018 as presented.

ATTACHMENTS

Financial Status Reports

Financial Status

Table of Contents

- A. \$7.3 Million Bonds - Cane Creek Centre
- B. General Expenditures for FY2019
- C. Mega Park – Funding Other than Bond Funds
- D. Berry Hill Mega Park – Lot 4 Site Development
- E. Berry Hill Mega Park – Lot 8 Site Development
- F. Berry Hill Mega Park – Water & Sewer
- G. Rent, Interest, and Other Income Realized
- H. Unaudited Financial Statements

Danville-Pittsylvania Regional Industrial Facility Authority

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

As of September 30, 2018

<u>Funding</u>	<u>Funding</u>	<u>Budget / Contract Amount</u>	<u>Expenditures</u>	<u>Encumbered</u>	<u>Unexpended / Unencumbered</u>
Funds from bond issuance	\$7,300,000.00				
Issuance cost	(155,401.33)				
Refunding cost ⁷	(52,500.00)				
Bank fees	(98.25)				
Interest earned to date	486,581.70				
Cane Creek Parkway ³		\$3,804,576.00	\$3,724,241.16	\$ -	
Swedwood Drive ²		69,414.00	69,414.00	-	
Cane Creek Centre entrance ³		72,335.00	53,878.70	-	
Financial Advisory Services		9,900.00	9,900.00	-	
Dewberry contracts ¹		69,582.50	69,582.50	-	
Dewberry contracts not paid by 1.7 grant ^{4,5}		71,881.00	30,636.62	41,244.38	
Land		-	2,792,945.57	-	
Demolition services		71,261.62	71,261.62	-	
Legal fees		-	133,967.88	-	
CCC - Lots 3 & 9 project - RIFA Local Share ⁶		142,190.00	112,464.98	-	
Other expenditures		-	345,194.30	-	
Total	\$ 7,578,582.12	\$ 4,311,140.12	\$ 7,413,487.33	\$ 41,244.38	<u>\$ 123,850.41</u>

notes:

¹ Dewberry Contracts consist of wetland, engineering, surveying and site preparation

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

³ Project completed under budget

⁴ 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.

⁴ 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.

⁵ The budget amount decreased \$71,279.61 from the 9/30/2010 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.

⁶ 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.

⁷ The \$7.3 million bonds were refunded on 8/1/2013 with the issuance of refunding bonds in the amount of \$5,595,000.

Road Summary-Cane Creek Parkway:	
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
Total Road Contract Allocated to RIFA	\$ 5,271,916.00

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

Danville-Pittsylvania Regional Industrial Facility Authority

General Expenditures for Fiscal Year 2019

As of September 30, 2018

	<u>Funding</u>	<u>Budget</u>	<u>Expenditures</u>	<u>Encumbered</u>	<u>Unexpended / Unencumbered</u>
Funding					
City Contribution	\$ 75,000.00				
County Contribution	75,000.00				
Carryforward from FY2018	37,099.21				
Contingency					
Miscellaneous contingency items		\$ 47,374.21	\$ 1,440.00	\$ -	\$ 45,934.21
Southern Virginia Mega Site at Berry Hill helipad		\$ 10,000.00	14,351.27		\$ (4,351.27)
Total Contingency Budget		<u>57,374.21</u>	<u>15,791.27</u>	<u>-</u>	<u>41,582.94</u>
Legal		100,000.00		-	100,000.00
Accounting		21,525.00	2,000.00	-	19,525.00
Annual Bank Fees		600.00		-	600.00
Postage & Shipping		100.00		-	100.00
Meals		4,000.00	448.95	-	3,551.05
Utilities		500.00	30.70	-	469.30
Insurance		3,000.00		-	3,000.00
Total	<u>\$ 187,099.21</u>	<u>\$ 187,099.21</u>	<u>\$ 18,270.92</u>	<u>\$ -</u>	<u><u>\$ 168,828.29</u></u>

Danville-Pittsylvania Regional Industrial Facility Authority
Mega Park - Funding Other than Bond Funds
As of September 30, 2018

Funding	Funding	Budget / Contract Amount	Expenditures	Encumbered	Unexpended / Unencumbered
City contribution	\$ 134,482.50				
County contribution	134,482.50				
City advance for Klutz, Canter, & Shoffner property ^{1,4}	10,340,983.83				
Tobacco Commission FY09 SSED Allocation	3,370,726.00				
Tobacco Commission FY10 SSED Allocation - Engineering Portion	407,725.00				
Tobacco Comm. FY10 SSED Allocation - Eng. Portion Deobligated	(244,797.00)				
Local Match for TIC FY10 SSED Allocation - Engineering Portion ⁵	76,067.61				
Additional funds allocated by RIFA Board on 1/14/2013 ⁶	11,854.39				
Contingency funds allocated per Resolution 2017-08-14-5C ⁹	20,000.00				
Land					
Klutz property		\$ 8,394,553.50	\$ 8,394,553.50	\$ -	
Canter property ²		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	-	
Other					
Dewberry & Davis		28,965.00	28,965.00	-	
Dewberry & Davis ³		990,850.00	987,879.29	2,970.71	
Consulting Services - McCallum Sweeney ⁷		115,000.00	103,796.85	-	
Transfer available funds to "Berry Hill Mega Park - Lot 4 Site Development" Project ⁸		-	11,203.15	-	
Transfer from General Funds contingency ⁹		20,000.00		20,000.00	
Total	\$ 14,251,524.83	\$ 14,251,524.83	\$ 14,228,554.12	\$ 22,970.71	\$ (0.00)

¹ 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.

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

³ 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.

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

⁵ 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.

⁶ 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.

⁷ Unencumbered the remaining \$11,203.15 due to termination of contract.

⁸ As approved by RIFA Board on 10/16/2014

⁹ As approved by RIFA Board on 8/14/2017

Danville-Pittsylvania Regional Industrial Facility Authority
Berry Hill Mega Park - Lot 4 Site Development
As of September 30, 2018

	<u>Funding</u>	<u>Budget / Contract Amount</u>	<u>Expenditures</u>	<u>Encumbered</u>	<u>Unexpended / Unencumbered</u>
Funding					
Tobacco Commission FY12 Megasite Allocation	\$ 6,208,153.00				
Local Match for TIC FY12 Megasite Allocation - County Portion ¹	750,000.00				
Local Match for TIC FY12 Megasite Allocation - City Portion ¹	750,000.00				
Local Match for TIC FY12 Megasite Allocation - RIFA Portion ²	181,000.00				
Transfer in from "Mega Park - Funding Other than Bond Funds" Budget ³	11,203.15				
Expenditures					
Dewberry Engineers Inc.		1,688,062.81	1,500,562.81	187,500.00	
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.		77,027.64	77,027.64	-	
Banister Bend Farm, LLC - Wetland and Stream Credits		122,968.00	122,968.00	-	
DEQ - Construction Activity General Permit		9,600.00	9,600.00	-	
Haymes Brothers, Inc. - Construction on Phase 1 Graded Pad		4,164,043.41	4,159,043.41	5,000.00	
Haymes Brothers, Inc. - Phase 1 Pad A Extension/Expansion		86,431.70	-	86,431.70	
Transfers to "General Expenditures Fiscal Year 2015" Contingency ³					
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)	-	
Total	\$ 7,900,356.15	\$ 6,097,370.21	\$ 5,818,438.51	\$ 278,931.70	<u>\$ 1,802,985.94</u>

¹ \$300,000 of this was received from each locality 6-2014. \$450,000 received 8-2014. \$450,000 received 9-2014.

² 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.

³ As approved by RIFA Board on 10/16/2014

Danville-Pittsylvania Regional Industrial Facility Authority

Berry Hill Mega Park - Lot 8 Site Development

As of September 30, 2018

	<u>Funding</u>	<u>Budget / Contract</u> <u>Amount</u>	<u>Expenditures</u>	<u>Encumbered</u>	<u>Unexpended /</u> <u>Unencumbered</u>
Funding					
TIC #3358 Site Improvements for Project Lignum					
Tobacco Commission Grant	\$ 2,624,800.00				
State Match for Property & Improvements	500,000.00				
County Match for Contractual Services	261,800.00				
County Match for Property & Improvements	800,600.00				
City Match for Contractual Services	261,800.00				
City Match for Property & Improvements	800,600.00				
Expenditures					
Dewberry Engineers Inc.		89,300.00	82,800.00	6,500.00	
Total	\$ 5,249,600.00	\$ 89,300.00	\$ 82,800.00	\$ 6,500.00	<u><u>\$ 5,160,300.00</u></u>

Danville-Pittsylvania Regional Industrial Facility Authority

Berry Hill Mega Park - Water & Sewer

As of September 30, 2018

	<u>Funding</u>	<u>Budget / Contract Amount</u>	<u>Expenditures</u>	<u>Encumbered</u>	<u>Unexpended / Unencumbered</u>
Funding					
TIC #2641 Phase I Sanitary Sewer					
Tobacco Commission Grant 2641	\$ 4,908,240.00				
Local Match for Contractual Services	282,400.00				
Local Match for Property & Improvements	262,960.00				
TIC #3011 Water System Improvements Phase II					
Tobacco Commission Grant 3011	2,241,567.00				
Local Match for Property & Improvements	224,160.00				
Expenditures					
Dewberry Engineers Inc.		398,284.00	67,598.40	330,685.60	
Haymes Brothers, Inc. - Phase I Sanitary Sewer Project		4,856,169.75	352,287.56	4,503,882.19	
Norfolk Southern Railway Company		21,300.00	21,300.00	-	
Pittsylvania County Service Authority		1,475.00	1,475.00	-	
Treasurer of Virginia		4,500.00	4,500.00	-	
AECOM		5,000.00	5,000.00	-	
BH Media Group, Inc.		296.00	296.00	-	
Total	\$ 7,919,327.00	\$ 5,287,024.75	\$ 452,456.96	\$ 4,834,567.79	\$ <u>2,632,302.25</u>

Danville-Pittsylvania Regional Industrial Facility Authority
Rent, Interest, and Other Income Realized for Fiscal Year 2019
As of September 30, 2018

<i>Source of Funds</i>	<u>Funding</u>		<u>Expenditures</u> <u>FY2019</u>	<u>Unexpended /</u> <u>Unencumbered</u>
	<u>Carryforward</u> <u>from FY2018</u>	<u>Receipts</u> <u>Current</u> <u>Month</u>		
<u>Carryforward</u>	\$ 738,132.03			
<u>Current Lessees</u>				
Institute for Advanced Learning and Research (IALR) ¹			\$ 32,024.32	
<u>Park</u> Cyberpark				
<u>Total Rent</u>		\$ -	\$ 32,024.32	
<u>Interest Received</u> ²		\$ 439.29	\$ 878.35	
<u>Miscellaneous Income</u>			\$ 973,000.00	
Expenditures				
Hawkins Research Bldg. Property Mgmt. Fee			\$ 32,024.32	
Disbursement to Unision Tube (Enhancement Grant and DRF Grant)			\$ 764,137.50	
Totals	<u>\$ 738,132.03</u>	<u>\$ 439.29</u>	<u>\$ 1,005,902.67</u>	<u>\$ 796,161.82</u>
			Restricted ¹	\$ 313,695.06
			Unrestricted	\$ 634,177.82

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

² 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^{1,2}
September 30, 2018*

	Unaudited FY 2019
Assets	
<u>Current assets</u>	
Cash - checking	\$ 998,173
Cash - money market	796,185
Accounts receivable	236,301
Prepays	2,425
<i>Total current assets</i>	2,033,084
<u>Noncurrent assets</u>	
Restricted cash - project fund CCC bonds	171,595
Restricted cash - debt service fund CCC bonds	454,708
Restricted cash - debt service fund Berry Hill bonds	36
Restricted cash - debt service reserve fund Berry Hill bonds	1,929,291
Capital assets not being depreciated	24,886,145
Capital assets being depreciated, net	23,798,064
Construction in progress	7,317,537
<i>Total noncurrent assets</i>	58,557,376
Total assets	60,590,460
Liabilities	
<u>Current liabilities</u>	
Retainage payable	5,000
Accrued interest	33,501
Accounts payable	106,381
Unearned income	445,822
Bonds payable - current portion	1,288,450
<i>Total current liabilities</i>	1,879,154
<u>Noncurrent liabilities</u>	
Bonds payable - less current portion	3,471,550
<i>Total noncurrent liabilities</i>	3,471,550
Total liabilities	5,350,704
Net Position	
Net investment in capital assets	51,413,341
Restricted - debt reserves	2,384,035
Unrestricted	1,442,380
Total net position	\$ 55,239,756

¹ 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.

² 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 September 30, 2018 as of September 25, 2018, 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
September 30, 2018*

	Unaudited FY 2019
Operating revenues	
Rental income	52,678
Other Income	764,137
Total operating revenues	816,815
Operating expenses ⁴	
Mega Park expenses ³	75,715
Cane Creek Centre expenses ³	765,190
Cyber Park expenses ³	59,427
Professional fees	5,563
Other operating expenses	7,582
Total operating expenses	913,477
Operating income (loss)	(96,662)
Non-operating revenues (expenses)	
Interest income	6,523
Interest expense	(16,741)
Total non-operating expenses, net	(10,218)
Net income (loss) before capital contributions	(106,880)
Capital contributions	
Contribution - City of Danville	75,000
Contribution - Pittsylvania County	320,764
Total capital contributions	395,764
Change in net position	288,884
Net position at July 1, 2018	54,950,872
Net position at September 30, 2018	\$ 55,239,756

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

⁴ 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
September 30, 2018*

	Unaudited FY 2019
Operating activities	
Receipts from leases	\$ 52,678
Other receipts	973,000
Payments to suppliers for goods and services	(923,477)
Net cash used by operating activities	102,201
Capital and related financing activities	
Capital contributions	395,763
Interest paid on bonds	(16,740)
Net cash provided by capital and related financing activities	379,023
Investing activities	
Interest received	6,523
Net cash provided by investing activities	6,523
Net increase (decrease) in cash and cash equivalents	487,747
Cash and cash equivalents - beginning of year (including restricted cash)	3,862,241
Cash and cash equivalents - through September 30, 2018 (including restricted cash)	\$ 4,349,988
Reconciliation of operating loss before capital contributions to net cash used by operating activities:	
Operating income (loss)	\$ (96,662)
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 other receivables	(10,000)
Change in unearned income	208,863
Net cash used by operating activities	\$ 102,201

Components of cash and cash equivalents at September 30, 2018:	
American National - Checking	\$ 998,173
American National - General money market	796,185
Wells Fargo - \$7.3M Bonds CCC Debt service fund	454,708
Wells Fargo - \$7.3M Bonds CCC Project fund	171,595
US Bank - \$11.25M Bonds Berry Hill Debt service fund	36
US Bank - \$11.25M Bonds Berry Hill Debt service reserve fund	1,929,291
	\$ 4,349,988