

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

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

## **AGENDA**

**March 11, 2019**

**12:00 P.M.**

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

### **County of Pittsylvania Members**

**Robert W. Warren, Vice Chairman  
Ronald S. Scarce  
Elton W. Blackstock, Alternate**

### **City of Danville Members**

**Fred O. Shanks, III, Chairman  
Sherman M. Saunders  
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 FEBRUARY 11, 2019 MEETING**

### **5. NEW BUSINESS**

- A. Consideration of Resolution No. 2019-03-11-5A, approving the calling of a special joint meeting with the City Council of Danville and the Board of Supervisors of Pittsylvania County on March 18, 2019 at 5:30 p.m. at the Institute for Advanced Learning and Research – Kenneth F. Larking, City Manager, City of Danville; David M. Smitherman, County Administrator, Pittsylvania County, and Michael C. Guanzon, Esq., Clement Wheatley, Authority Legal Counsel *[no written resolution]*
- B. Consideration of Resolution No. 2019-03-11-5B, approving Amendment No. 24, dated March 4, 2019, to Contract dated February 9, 2009, with Dewberry Engineers Inc., a New York corporation, Engineering Services Related to the Mega Park Master Plan, to complete required environmental work under the National Environmental Policy Act (NEPA) for a new connector road (connecting Berry Hill Road to the existing Oak Ridge Farms Road interchange) that would serve and benefit the Authority's Southern Virginia Megasite at Berry Hill project in Pittsylvania County, Virginia, at a lump sum fee of \$780,000 -- Brian K. Bradner, P.E., Vice President, Dewberry Engineers Inc.
- C. Financial Status Reports as of February 28, 2019 – 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

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

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 Southern Virginia Mega Site at Berry Hill project, Cyber Park project and/or Cane Creek Centre 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
  - Status report on the former Securitas building – Kelvin G. Perry, Project Manager, Office of Economic Development, City of Danville

### **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>	03/11/2019
<b>Subject:</b>	Meeting Minutes
<b>From:</b>	Susan M. DeMasi, Authority Secretary

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### **SUMMARY**

Attached for the Board's review and approval are the Meeting Minutes from the Monday, February 11, 2019 Meeting.

### **ATTACHMENTS**

Meeting Minutes – 02/11/19

DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY

Minutes

February 11, 2019

The Regular Meeting of the Danville-Pittsylvania Regional Industrial Facility Authority convened at 12:08 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 Chairman Fred O. Shanks, III, Sherman M. Saunders, and Alternate J. Lee Vogler. Pittsylvania County Members present were Vice Chairman Robert W. Warren, Ronald S. Searce and Alternate Elton W. Blackstock. *Mr. Saunders entered the meeting at 12:18 p.m.*

City/County staff members attending were: City Manager Ken Larking, City of Danville Director of Economic Development Telly Tucker, Assistant Director of Economic Development Corrie Bobe, Assistant County Administrator for Planning & Development Gregory Sides, Project Manager Susan McCullough, City of Danville Director of Finance Michael Adkins, Clement Wheatley Attorney Jennifer Burnette, and Secretary to the Authority Susan DeMasi. Also present were Brian Bradner and Shawn Harden from Dewberry & Davis and Council Member Madison J.R. Whittle.

**PUBLIC COMMENT PERIOD**

No one desired to be heard.

**APPROVAL OF MINUTES OF THE JANUARY 14, 2019 MEETING**

Upon **Motion** by Mr. Warren and **second** by Mr. Vogler, Minutes of the January 14, 2019 Meeting were approved as presented. Draft copies had been distributed to Authority Members prior to the Meeting.

**NEW BUSINESS**

**5A. CONSIDERATION OF RESOLUTION NO. 2019-02-11-5A APPROVING AMENDMENT NO. 23 WITH DEWBERRY**

Shawn Harden of Dewberry explained this matter was briefly discussed at the last meeting. Staff has been back to parts of Lot 4 and found that the wetlands that were delineated ten years ago have shrunk substantially. They would recommend doing this on the remainder of Lots 4, 5, 8 and 9; it is about 840 acres of the total industrial park.

Mr. Vogler **moved** for adoption of *Resolution No. 2019-02-11-5A, approving Amendment No. 23, dated January 22, 2019, to Contract dated February 9, 2009, with Dewberry Engineers Inc., a New York corporation, Engineering Services Related to the Mega Park Master Plan, to reevaluate the boundaries of Wetlands and Other Waters of the United States (WOUS) within Lots 4, 5, 8 and 9 of the Authority's Southern Virginia Megasite at Berry Hill project located in Pittsylvania County, Virginia, as recommended by the U.S. Army Corps of Engineers, for a lump sum fee of \$19,500.*

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

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

DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY

Minutes

February 11, 2019

**5B. CONSIDERATION OF RESOLUTION 2019-02-11-5B AUTHORIZING A RIGHT OF FIRST REFUSAL AGREEMENT WITH SAMET**

Authority Attorney Jennifer Burnette noted this was an agreement with Samet to the extent that the Authority identifies any property or land they might be interested in, in both Cane Creek and SVM Berry Hill. It is structured as a right of first refusal; Samet would enter into the contract to buy the land and within five business days after, they would give notice to RIFA. RIFA would have thirty days to exercise their right to have the contract assigned by Samet to RIFA. The assignment fee payable to Samet would be negotiated between RIFA and Samet, but wouldn't exceed 3% of the contract price. Samet is not really an agent of RIFA with respect to this, so they can't bind RIFA, they would have to consult with RIFA on the land and an acceptable purchase price. City Manager Ken Larking questioned who was paying the 3%, the seller or the purchaser. Ms. Burnette they would try to get a 3% brokerage fee that the seller would pay instead of the purchaser. If they couldn't do that, RIFA could determine if they wanted to exercise the right of first refusal or not.

Mr. Warren **moved** for adoption of *Resolution No. 2019-02-11-5B, authorizing a Right of First Refusal Agreement with Samet Corporation, a North Carolina corporation, or its affiliates for property that the Authority might consider for acquisition and addition to its Cane Creek Centre project and/or SVM project for an annual fee of \$100.*

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

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

**5C. FINANCIAL STATUS REPORTS AS OF JANUARY 31, 2019**

Authority Treasurer Michael Adkins gave the Financial Status report as of January 31, 2019 beginning with the Cane Creek Bonds showing no activity for the month of January. General Expenditures for FY 2019 show RIFA paid \$106 for check stock, \$605 to US Bank for the annual bond administration fee, \$259 in meals and \$31 for monthly utilities. The Mega Site Other Than Bonds shows no activity for January, Lot 4 Site Development had an expenditure of \$26,625 paid to Dewberry for Phase I Pad Expansion, and Lot 8 Site Development shows no expenditures. Mega Site Water and Sewer shows \$24,365 expended to Dewberry for Amendment No. 20. Rent, Interest and Other Income shows RIFA received \$1,200 from Mountain View Farms for their annual lease renewal, \$129,030 received from the City related to the Harlow Lease payment, and \$134,750 was received from the City for the Unison Incentive Grant; the County portion of both those items was received in February. RIFA earned \$440 in interest and paid \$22,400 for the Hawkins' Building maintenance.

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

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

DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY

Minutes

February 11, 2019

**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 12:20 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;

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, Shanks, Saunders (4)  
NAY: None (0)

D. On **Motion** by Mr. Saunders and **second** by Mr. Warren and by unanimous vote at 1:00 p.m., the Authority returned to open meeting.

E. Mr. Saunders **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

DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY

Minutes

February 11, 2019

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. Searce and carried by the following vote:

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

**7. COMMUNICATIONS**

City Manager Ken Larking noted there was a request by Axxor to have their business placed on the sign for Cane Creek; technically Axxor is not in the Cane Creek park. There is available space and they have come to an agreement with Axxor, it would only be as long as it was empty and not needed for something else. In the future, there may be an opportunity to create a sign that would accommodate both Cane Creek and the Ringgold Park. Staff would like to know from the RIFA Board if there was interest in moving forward with allowing them to be on that sign. Mr. Sides stated it was a reasonable approach, they are willing to share the cost and is something they have been interested in for some time. Mr. Warren noted he would like to see the Board do this; any company that is here, especially located close to both the County and the City, bringing jobs, it is the least the Board can do to put them on the sign. There were no objections from Board members.

Mr. Shanks noted he, Mr. Saunders and Mr. Blackstock attended the first Stanton River RIFA meeting on Friday in Hurt. It was a good meeting, with a good board and he looks forward to working with them. Mr. Shanks stated Mr. Blackstock was elected Chairman for the first SR RIFA.

Meeting adjourned at 1:06 p.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 5A
<b>Meeting Date:</b>	03/11/2019
<b>Subject:</b>	Resolution No. 2019-03-11-5A – Joint Meeting
<b>From:</b>	Michael C. Guanzon, Esq., Clement Wheatley

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### **SUMMARY**

The Board will be asked to approve Resolution 2019-03-11-5A, approving the calling of a special joint meeting with Danville City Council and the Pittsylvania County Board of Supervisors.

### **ATTACHMENT**

*No written Resolution.*

# Danville-Pittsylvania Regional Industrial Facility Authority

## Executive Summary

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<b>Agenda Item No.:</b>	Item 5B
<b>Meeting Date:</b>	03/11/2019
<b>Subject:</b>	Resolution No. 2019-03-11-5B – Amendment No. 24
<b>From:</b>	Brian K. Bradner, PE, Vice President, Dewberry Engineers Inc.

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### **SUMMARY**

The Board will be asked to approve Resolution 2019-03-11-5B, approving Amendment No. 24 with Dewberry Engineers.

### **ATTACHMENT**

Resolution 2019-03-11-5B  
Amendment No. 24

**Resolution No. 2019-03-11-5B**

**A RESOLUTION APPROVING AMENDMENT NO. 24, DATED MARCH 4, 2019, TO CONTRACT DATED FEBRUARY 9, 2009, WITH DEWBERRY ENGINEERS INC., A NEW YORK CORPORATION, ENGINEERING SERVICES RELATED TO THE MEGA PARK MASTER PLAN, TO COMPLETE REQUIRED ENVIRONMENTAL WORK UNDER THE NATIONAL ENVIRONMENTAL POLICY ACT (NEPA) FOR A NEW CONNECTOR ROAD (CONNECTING BERRY HILL ROAD TO THE EXISTING OAK RIDGE FARMS ROAD INTERCHANGE) THAT WOULD SERVE AND BENEFIT THE AUTHORITY’S SOUTHERN VIRGINIA MEGASITE AT BERRY HILL PROJECT IN PITTSYLVANIA COUNTY, VIRGINIA, AT A LUMP SUM FEE OF \$780,000**

**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**, as part of the Authority’s connector road project to serve and to benefit its Southern Virginia Megasite at Berry Hill (“**SVM**”), the Authority’s contracted engineers, Dewberry Engineers Inc., a New York corporation (“**Dewberry**”), completed an update to the SVM’s Transportation Plan for the Danville-Pittsylvania Metropolitan Planning Organization (MPO) to evaluate preliminary alignment options for the planned Connector Road (Berry Hill Road to Oak Ridge Farms Road); and

**WHEREAS**, to move the project forward, certain environmental work required under the National Environmental Policy Act (“**NEPA**”) is required; and

**WHEREAS**, Dewberry has presented that certain Amendment No. 24, dated March 4, 2019 (“**Amendment No. 24**”) 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, under which Dewberry will provide professional engineering services to complete the required environmental work under NEPA. Such work includes the following tasks:

Task 1	Project Management
Task 2	Project Early Notification form (EQ-429), NEPA Concurrence Form
Task 3	Purpose and Need Chapter
Task 4	Alternatives Analysis
Task 5	Agency and Locality Coordination Letters
Task 6	Socioeconomics and Land Use Analysis
Task 7	Traffic and Transportation Analysis
Task 8	Noise Analysis
Task 9	Air Quality Analysis
Task 10	Section 106 Process - Cultural Resources Surveys, Virginia State Historic Preservation Officer (SHPO) and Tribal Coordination Letters
Task 11	Surface Waters Delineation, Preliminary Jurisdictional Determination
Task 12	Threatened and Endangered Species Evaluation and United States Fish and Wildlife Service (USFWS) Information Planning and Conservation Coordination (IPaC)

**Resolution No. 2019-03-11-5B**

Task 13	Natural Resources Technical Report and Natural Resources Due Diligence Certification Checklist (EQ-555)
Task 14	Hazardous Materials Assessment and Hazardous Materials Due Diligence form (EQ-121)
Task 15	Indirect and Cumulative Effects Analysis
Task 16	Preliminary Draft Environmental Assessment
Task 17	Draft Environmental Assessment
Task 18	Public Hearing
Task 19	Revised Environmental Assessment
Task 20	Administrative Record

; and

**WHEREAS**, under Amendment No. 24, the professional services by Dewberry are generally described as "**Proposal for Professional Services: Southern Virginia Megasite at Berry Hill (Megasite) US Highway 311 – Connector Road**" at a lump sum fee of \$780,000; and

**WHEREAS**, the fiscal agent of the Authority has determined that the funding for the work under Amendment No. 24 is available within a line item previously approved by the Authority as "Mega Park – Funding Other Than Bond Funds", funded in part by Tobacco Commission Grant No. 2264 and local matches that have already been appropriated by the City of Danville and Pittsylvania County; and

**WHEREAS**, the Board of Directors of the Authority has hereby determined, in open session, that Amendment No. 24, in furtherance of the development of the SVM, 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 SVM 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 the County for the Authority to authorize, approve, execute and adopt in all respects Amendment No. 24.

**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. 24, together with such further amendments, deletions or additions to Amendment No. 24 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. 24, as may be approved by its Chairman or Vice Chairman (as the case

**Resolution No. 2019-03-11-5B**

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. 24 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. 24 and the matters contemplated in this Resolution.

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

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**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 March 11, 2019, 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 11th day of March 2019.

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

(SEAL)

**Exhibit A**

[Dewberry Engineers Inc. - Amendment No. 24]

March 4, 2019

Mr. Fred Shanks, III, PE, LS  
Chairman  
Danville-Pittsylvania Regional Industrial Facility Authority (RIFA)  
P.O. Box 3300  
Danville, Virginia 24543

**RE: Proposal for Professional Services (Amendment 24)  
Southern Virginia Megasite at Berry Hill (Megasite)  
US Highway 311 - Connector Road – NEPA Study**

Dear Mr. Shanks:

In June 2018, Dewberry Engineers Inc. (Dewberry) completed an update to the Megasite's Transportation Plan for the Danville-Pittsylvania Metropolitan Planning Organization (MPO). The intent of the update was to evaluate preliminary alignment options for the planned Connector Road and develop project cost estimates of the preferred alignment (Option 1) for use in submission of a SMART SCALE funding application. This application was submitted to VDOT by the MPO in 2018. VDOT has reported that the project's application scored well and that full funding of the project is anticipated.

The immediate next step to move the project forward is to complete required environmental work (NEPA) for the desired roadway corridor. The NEPA (National Environmental Policy Act) process is triggered by a "Federal Action" such as federal funding, federal property, or the need for a federal permit for the action. To complete this work Dewberry will be supported by an experienced team of sub consultants including EEE Consulting, Inc. (3e), Harris Miller Miller & Hanson (HMMH), Cultural Resources Analysts, Inc. (CRA) and Ramey Kemp & Associates (RKA). We understand funds (w/ local match) from TICR Grant #2264 will be utilized by RIFA to fund these efforts.

Option 1 includes approximately 2 miles of new construction, to connect Berry Hill Road to the existing Oak Ridge Farms Road interchange on the Danville Expressway. The benefits of Option 1 identified by the MPO include:

- Shortest Alignment
- Least number of stream crossings
- Least amount of property impacts

The new connector road is proposed as a standard VDOT GS-2 – rural collector. Although construction is proposed to include two 12-foot travel lanes with a 4-foot paved shoulder, there is potential for future build-out of a 4-lane roadway. The proposed connector roadway may include bike lanes/pedestrian facilities/shared-use paths. Curbs and gutters and stormwater management facilities will also be included.

In accordance with guidance from Mr. Kevin Bradley (VDOT Lynchburg District Environmental Manager) via email on March 4, 2019, a 300-foot-wide study corridor will be used for the NEPA documentation and associated studies.

## SCOPE OF SERVICES

Dewberry proposes to provide the following Scope of Services described below:

### Scope of Work Overview

The scope of work described below, includes the following tasks:

- Task 1: Project Management
- Task 2: EQ-429, NEPA Concurrence Form
- Task 3: Purpose and Need Chapter
- Task 4: Alternatives Analysis
- Task 5: Agency and Locality Coordination Letters
- Task 6: Socioeconomics and Land Use Analysis
- Task 7: Traffic and Transportation Analysis
- Task 8: Noise Analysis
- Task 9: Air Quality Analysis
- Task 10: Section 106 Process - Cultural Resources Surveys, SHPO and Tribal Coordination Letters
- Task 11: Surface Waters Delineation, Preliminary Jurisdictional Determination
- Task 12: Threatened and Endangered Species Evaluation and USFWS IPaC Coordination
- Task 13: Natural Resources Technical Report and EQ-555
- Task 14: Hazardous Materials Assessment and EQ-121
- Task 15: Indirect and Cumulative Effects Analysis
- Task 16: Preliminary Draft EA
- Task 17: Draft EA
- Task 18: Public Hearing
- Task 19: Revised EA
- Task 20: Administrative Record

### Task 1 - Project Management

Dewberry will provide overall project management services for the project which include coordination of the many different services being provided. Services included in this task item are: project team meetings, public/project team presentations, QA/QC review of documents and project coordination. Dewberry will facilitate project updates with VDOT and RIFA staff.

3e will prepare a Project Management Plan that will include the following elements:

- Project schedule
- List of team and client contacts and communication plan
- Task assignments including which team member (Dewberry, HMMH, CRA) is responsible for field work, drafting sections of the EA, and preparing deliverables such as technical reports
- QA/QC plan
- Deliverable tracking table including status

The plan would be updated and revised throughout the project, and will be used to prepare monthly progress reports. 3e will prepare draft and final report templates for VDOT review and approval in order for all technical studies, memorandums, and project files to have the same format and nomenclature, particularly on the cover.

This task assumes two in-person meetings with RIFA and VDOT, and conference calls with the project team. Dewberry and 3e will prepare agendas prior to each in-person meeting and conference call meeting with RIFA and/or VDOT and will submit draft and final meeting minutes afterwards. Dewberry assumes the project will be completed by the end of December 2019.

#### Task 2 – EQ 429 and NEPA Concurrence Form

As a VDOT Locally Administered Project (LAP), 3e will begin the environmental process by preparing the VDOT EQ-429 (Project Early Notification) form. 3e will submit the completed form to Dewberry and RIFA for review. 3e will address any comments, then provide the form to RIFA for submission to VDOT. This will initiate the VDOT environmental review of the project. 3e will address comments from VDOT and resubmit the form. VDOT and FHWA have published criteria for determining the type of NEPA document appropriate for different types of proposed projects. This Scope of Work assumes that an EA is the appropriate NEPA document to identify, evaluate, discuss, and analyze the potential impact(s) of the proposed roadway construction on environmental, historic, cultural, social, and economic resources. 3e will coordinate with Dewberry, RIFA, and VDOT to prepare and submit a NEPA concurrence form to FHWA to officially document this assumption. Following approval of the NEPA concurrence form, 3e will prepare an EA, as detailed below.

#### Task 3 – Purpose and Need Chapter

Working with Dewberry and RIFA, 3e will develop the Purpose and Need chapter for the EA. This chapter is critical for the development of later chapters of the EA. The Purpose identify the transportation set of objectives the project intends to meet. The Need will provide the supporting data for the Purpose. The Purpose and Need chapter will justify the expenditure of public funds for the proposed project.

#### Task 4 – Alternatives Analysis

As noted above, work to date by the MPO and WPPDC have identified Option 1 as the preferred build alternative that best meets the project Purpose and Need. Therefore, a single Build alternative, along with a No-Build alternative, will be evaluated in the affected environment and environmental consequences section of the EA. We assume a Least Environmentally Damaging Practicable Alternative (LEDPA) is not required. Working with Dewberry and RIFA, 3e will describe the previously evaluated alternatives and document why they are not carried forward for analysis in the EA.

#### Task 5 – Agency and Locality Coordination Letters

3e will gather information from existing sources including Federal, State, and local databases, along with relevant documents obtained from Pittsylvania County Government Departments and the WPPC and MPO. As part of this effort, 3e will prepare scoping letters and submit them to the appropriate agencies and officials to solicit their comments on the project. We will provide the list of agencies and method of contact to Dewberry, RIFA and VDOT prior to submitting the draft letters for review. 3e we will draft letters to the agencies included, but not limited to those on the list below; we assume up to 13 scoping letters may be required for the project.

1. U.S. Army Corps of Engineers (USACE)
2. Natural Resources Conservation Service (NRCS) – Complete FPPA Form 106
3. U.S. Environmental Protection Agency (U.S. EPA)
4. Virginia Department of Environmental Quality (VDEQ)
5. Virginia Department of Agriculture and Consumer Services (VDACS)
6. Virginia Department of Forestry (VDOT)
7. Virginia Marine Resources Commission (VMRC)
8. Virginia Department of Game and Inland Fisheries (VDGIF)

9. Virginia Outdoors Foundation (VOF)
10. Pittsylvania County Sheriff's Department
11. Pittsylvania County Schools
12. Pittsylvania County Volunteer Fire Departments
13. Pittsylvania County Health Department

3e will revise the letters based on Dewberry, RIFA and VDOT input, and submit revised letters for final approval. Once the letters have been approved, 3e will send them via U.S. Postal Service Priority mail. We will retain a correspondence tracking spreadsheet that documents when the letters are sent, provides the USPS tracking information, and shows if/when each agency responds.

#### Task 6- Socioeconomics and Land Use Analysis

3e will determine existing conditions and impacts to land use and socioeconomics. Information collected will include data on transportation, land use, public facilities, housing, community services, 4(f) and 6 (f) properties, proposed developments, and undeveloped lands. Pittsylvania County's comprehensive plan will be used to obtain information on transportation, land use, public facilities, housing, and community services. U.S. Census information will also be used in this task. 3e will quantify impacts to different types of land use. Future land use plans and policies will be reviewed for compatibility of the alternatives with local land use and transportation plans.

Farmland and parkland conditions and impacts will be summarized and included in the EA. Based on preliminary information, it is assumed that neither a 6(f) nor a 4(f) document will be needed because right-of-way would not take property purchased by Land and Water Conservation funds or from a public recreational facility, wildlife refuge or historic resource.

3e will evaluate the project socioeconomic impacts and evaluate its impacts to low income and minority populations, as required by the Executive Order on Environmental Justice (EJ). Relocations and displacements will be summarized from the right-of-way information provided to 3e. EJ information will be obtained from the U.S. EPA *EJ Screen*.

#### Task 7 – Traffic and Transportation Analysis

Dewberry will perform 24 hour counts (hourly increments) at two locations to include: volume by direction, vehicle classifications, and vehicle speeds. Dewberry will use the 24 hour counts to perform traffic projections to match the future build years from the Transportation Study (2022, 2032, and 2047). Dewberry will prepare methodology memorandum for VDOT review and approval, and prepare a technical report to document the Traffic and Transportation Analysis for the project. 3e will work with VDOT, HMMH, and Dewberry to determine the level of traffic data needed to support the NEPA process. 3e will provide QC of the Traffic and Transportation Analysis technical report prepared by Dewberry. Information from the Transportation Plan update will be used to support these efforts.

#### Task 8 – Noise Analysis

A preliminary noise analysis will be conducted by HMMH in general accordance with VDOT state noise policy and FHWA highway noise regulations contained in 23 CFR 772. 3e will provide QC of HMMH methodology memorandum and technical report. **HMMH's technical scope of work is further** described in Attachment 1.

### Task 9 – Air Quality Analysis

An air quality analysis will be conducted consistent with the latest EPA and FHWA guidance, along with the latest VDOT guidance (*Resource Document* including its associated online data repository). The HMMH technical scope of work is provided in Attachment 1. 3e will provide QA/QC of the HMMH report.

### Task 10 – Section 106 Process: Cultural Resources Survey, SHPO and Tribal Coordination Letters

Given the known historic resources in the project area a Phase I Cultural resource survey for both archaeological and historic architectural resources will be required to comply with Section 106 of the National Historic Preservation Act. Our scope of work includes use of a sub-contractor, CRA, to complete the cultural resources field work, prepare the cultural resources technical report, draft and final letter to VDHR, and draft and final letters to Federally- and state-recognized tribes. 3e will provide QC of the technical report and letters prior to providing these deliverables to Dewberry and RIFA. CRA will update the deliverables based on 3e, Dewberry, and comments prior to submitting to VDHR, VDOT and FHWA for review. **CRA's technical scope of work** is provided in Attachment 2.

### Task 11 – Surface Waters Delineation, Preliminary Jurisdictional Determination

Dewberry will conduct a wetland investigation in general **accordance with the 1987 “Corps of Engineers Wetland Delineation Manual” and the 2012 “Atlantic and Gulf Coastal Plain Region” supplement** to identify approximate limits of jurisdictional wetlands and Waters of the U.S. (WOTUS) within the proposed Highway 311 relocation corridor (300 ft. wide). Field indicators of hydrophytic vegetation, hydric soils, and wetland hydrology will be observed and recorded to generally determine the approximate wetland boundaries. U.S. Army Corps of Engineers (USACE) data forms will be completed to characterize each type of wetland community based upon guidance set forth in the regional supplement. The boundaries of the WOTUS and/or wetlands will be flagged in the field and located utilizing a handheld Trimble® GPS.

A wetland report summarizing the wetland investigation including wetland data sheets, map exhibits, and site photographs will be prepared and forwarded to the USACE Richmond Field Office. Dewberry will request a verification of the jurisdictional boundary locations from the USACE and coordinate an onsite meeting to obtain a preliminary jurisdiction determination (PJD).

### Task 12 - Threatened and Endangered Species Evaluation and USFWS IPaC Coordination

3e will identify potential impacts to special status species resulting from loss, degradation, or modification of habitat due to the project. This information will be obtained through searches of databases maintained by the USFWS, VDGIF, and VDCR Division of Natural Heritage (DNH). Based on a preliminary search of these databases, the special status species of concern are James Spiny mussel, Atlantic pigtoe, green floater, Roanoke logperch, and Northern long-eared bats (NLEB) and other state threatened or endangered species.

No plants federally listed plants were identified in preliminary USFWS, VDCR and VDGIF database searches for the Option 1 alignment. However, 3e has confirmed the state-endangered Virginia quillwort has been firmly documented in Pittsylvania County. Perhaps it has been found in the DCR Conservation Area discussed below.

3e will search the VDGIF online Virginia Fish and Wildlife Information Service database to determine if threatened or endangered species have been confirmed within two miles of the project corridor. 3e will

transmit the search results, along with a project review request, to VDGIF Environmental Support Services online email.

Our preliminary project review through the DCR-DNH database indicates a Natural Heritage Conservation Area is located south and west of the project corridor. The results of the database search will be submitted to DCR-DNH, along with a request for project review.

3e will review the project through the USFWS online Information Planning and Conservation (IPaC) system and prepare a package of information that complies with the USFWS Virginia Field Office requirements, including completion of the Species Conclusions Table, for submittal of an informal Endangered Species Act Section 7 coordination review to USFWS. 3e will provide the IPaC package to VDOT for review, revise the package based on VDOT comments, and submit electronically to the USFWS along with a request for project coordination. Formal Section 7 consultation (i.e., preparation of a Biological Assessment) not included in this task. Coordination results from Task 11 work may necessitate supplemental field work not included in these Scope of Services.

3e will conduct a preliminary habitat assessment of the project corridor to qualitatively evaluate potential habitat for special status species with a focus on freshwater mussels, Roanoke logperch, the NLEB and Virginia quillwort. The results of the preliminary habitat assessment will be included in the Natural Resources Technical Report (see below) and used in discussions with the USFWS and VDGIF about need for presence/absence surveys for special status mussels and the Roanoke logperch.

Based on the database search and habitat assessment, 3e will meet with the USFWS and if necessary, the VDGIF to determine the need and scope of completing presence/absence surveys for fresh water mussels and the Roanoke logperch. Specific site surveys are not included.

#### Task 13 – Natural Resources Technical Report and EQ-555

3e will gather information on the physical and natural environment in the project area to form the basis of the Natural Resources Technical Report (NRTR). Portions of the environment that will be discussed include topography, geology, soils, surface waters, water quality, floodplains, habitats, terrestrial and aquatic species, and forests. 3e will assimilate the information collected during the WOUS field work, along with the protected species database search and preliminary habitat assessment results into the NRTR.

Prior to federal authorization for construction advertisement, RIFA must submit a completed and signed Natural Resources Due Diligence Certification Checklist (EQ-555) with supporting documentation such as permit authorizations, agency correspondence, environmental commitments, etc. 3e will prepare the draft EQ-555, respond to one round of comments from Dewberry/RIFA, and one round of comments from VDOT, then prepare and submit the final form to VDOT.

#### Task 14 – Hazardous Materials Assessment and EQ-121

3e will complete a preliminary hazardous materials screening for the project area associated with Option 1 alignment. This preliminary screening will include an environmental records database review and site reconnaissance along public roads and accessways to screen the Option I Study Area Limits for documented and suspected hazardous material sites. The results of this preliminary screening will be presented in a Hazardous Materials Technical Report, which will be summarized for inclusion in the EA.

This preliminary screening will be used to document the locations of known hazardous material storage and/or release sites (i.e. sites w/regulated environmental activities) in relation to Option I. The subject screening will also include the documentation of any additional suspected sites, which will generally be

determined through an assessment of current and historical land uses and associated practices. 3e will perform the following activities in support of this task:

1. Collect, review, and compile current and historic records, which will include the following resources, databases and libraries:
  - Federal, state, and local database records maintained by EnviroSite Corp in accordance with ASTM E1527-13 (i.e. Database Records Review).
  - VDEQ GIS database, which includes the location of current and historic leaking petroleum tanks, hazardous waste management and disposal sites, solid waste management and disposal facilities, voluntary remediation program facilities (VRP), surface water quality data, and other environmentally pertinent issues on record with the VDEQ.
  - Recent and historic USGS topographic maps.
  - Recent and historical aerial photographs.
  - If available for one **or more of the alignments, Sanborn™ Fire Insurance Map Archives.**
  - If available for one or more of the alignments, Historic City Directories.
  - Site reconnaissance to confirm current land use and property conditions.
  - 3e personnel will take photographs and record information regarding current land use and conditions of the properties/alignment settings. The reconnaissance will be conducted along the public roads and associated access ways.
  - It is anticipated that two scientists will perform an on-site reconnaissance the Option I alignment and its improvements over a total period of two business days.
2. Evaluate the methods, results and discuss findings, conclusions, and recommendations in a Hazardous Material Technical report.
3. After completion of the due diligence activities, the RIFA must submit a completed and signed Hazardous Materials Due Diligence form (EQ-121) to the VDOT Project Coordinator for conveyance to the District Environmental Manager prior to the NEPA decision.

#### Task 15 - Indirect and Cumulative Effects Analysis

3e will prepare a stand-alone technical report documenting the Indirect and Cumulative Effects (ICE) of the U.S. Highway 311 Connector project. 3e will follow the consultant guidance document for ICE analysis prepared by VDOT (last updated October 21, 2016) when preparing the document and based on email guidance received by VDOT (Regina Newman) on February 26, 2019. The ICE analysis will include potential impacts within the Hydrologic Unit Code (HUC) in which the project is located. The review of potential actions within the HUC study area will likely include but will not be limited to long range plans from Pittsylvania County, the Western Piedmont Planning District Commission/Metropolitan Planning Organization, Rockingham County, NC; the City of Eden, NC and the Piedmont Triad Regional Planning Organization.

#### Task 16 – Preliminary Draft EA

Once all technical studies are completed and technical reports have been reviewed and approved by VDOT, all data that are gathered will be consolidated into a Preliminary Draft EA. The Preliminary Draft EA will be provided to Dewberry and RIFA for review; 3e will update the EA based on one round of consolidated comments from Dewberry and RIFA and will prepare a revised document that 3e will submit to VDOT for review 3e will address VDOT comments on the preliminary draft EA and submit the updated EA back to VDOT for VDOT submission to FHWA. 3e assumes that only electronic versions of the Preliminary Draft EA will be necessary. 3e will follow the format and guidance in VDOT EA Outline document for the content and layout of the EA. As directed by VDOT, there will only be one action

alternative carried forward in the EA affected environment and environmental consequences section, as well as the No Action Alternative.

#### Task 17 – Draft EA

**3e will respond to VDOT and FHWA comments on the Preliminary Draft EA and resubmit a “camera-ready” EA for VDOT and FHWA review prior to creating the Draft EA** that is ready for printing and publication. 3e will prepare a fully bookmarked and print-ready Adobe PDF file of the EA and appendices (likely to be separate PDF files) to Dewberry and VDOT for hard copy and electronic publication. 3e assumes the Draft EA will be made available to the public in hard copy at a local library and County office. VDOT will be responsible for posting the EA on the VDOT website. 3e assumes that VDOT will prepare the public notice for the availability (NOA) of the Draft EA for public review, and that Dewberry/RIFA will arrange and pay for publication of the NOA, including advertisements in a local newspaper.

#### Task 18 – Public Hearing

3e will draft the content for the presentation boards (assume up to 6 boards designed in PowerPoint, InDesign or other similar software) and the handout for the public hearing. 3e assumes Dewberry will prepare content for the sign-in sheet and public comment cards. 3e will submit draft poster boards and handout for Dewberry/RIFA review, revise the files, submit to VDOT for review, and revise the boards and handout per VDOT comment comments. Dewberry will print all materials used at the public hearing, including the display boards and handout(s), and will coordinate logistics related to the hearing (acquiring the space, advertising, bringing all materials such as name tags, easels, tables, etc.) with VDOT and RIFA.

The 3e Senior Advisor and NEPA Lead will attend the public hearing. 3e assumes that VDOT will prepare the VDOT Form PM-120 (Public Hearing/Meeting Request Form). 3e assumes only one public hearing will be held throughout the project, and that the hearing will be held in the middle of the Draft EA public review period.

#### Task 19 – Revised EA

3e will review public comments received on the Draft EA as a result of the public hearing and any comments received in writing during the EA public comment period. 3e will prepare a summary of the public comments received and prepare responses to comments, if warranted. Depending on the amount of public comments received, 3e may create a spreadsheet and/or a memorandum to file documenting and summarizing the comments and any proposed responses. If revisions to the EA are required, 3e will prepare a preliminary Revised EA review. 3e assumes VDOT will submit one round of consolidated comments, which are anticipated to be minor and requiring no substantial changes to the EA. 3e will **submit the final Revised EA as “camera-ready” for final approval. 3e will prepare** a fully bookmarked PDF of the Revised EA appropriate for posting on a website for electronic review by the public. If determined, 3e will work with VDOT to prepare the VDOT request for a Finding of No Significant Impact (FONSI) to FHWA. 3e assumes that VDOT/FHWA will prepare and publish the FONSI and that; 3e any public notices of the FONSI, or notification and publication of the FONSI.

#### Task 20 – Administrative Record (AR)

3e will compile an electronic AR for the project containing copies of the documents relevant to the decision-making process, including studies and reports used and referenced in the EA. The AR will include all documentation as individual PDF files along with an AR index in an Excel spreadsheet format.

SPECIAL CONDITIONS

1. The Scope of Services includes only the professional services described herein. No construction documents will be provided. Any item not contained in the Scope of Services or items outlined as Exclusions will be deemed as Additional Services.
2. No State Environmental Impact Report will be required.
3. RIFA will pay all environmental permit/application fees and public notice fees and will be responsible for any required wetland/stream mitigation.
4. This scope does not include preparation of or assistance acquiring permits prior to or during construction. Any monitoring to review and report on compliance during the construction life of the project is not included in the scope of work.
5. The noise analysis will not include design of noise barriers should they be required.
6. Phase II ESA or sub-surface work including additional sampling or analysis for asbestos, lead-based paint, radon, or soil or ground water contamination is excluded.
7. Preparation of a Section 4(f) evaluation is excluded.
8. Right of access to the study corridor will be provided by RIFA.
9. Site reconnaissance for the properties in and adjacent to the Option I Study Area Limits will be restricted to public road and access ways.
10. Records for documented hazardous materials sites will be limited to the information provided in the environmental records database report and VDEIS. Environmental reports on file with regulatory agencies will not be obtained to determine site-specific information for the documented storage and/or release of hazardous materials and/or petroleum products.
11. Information gathered for suspected sites will be limited to descriptions of current land uses, disturbances, and/or readily available public information that documents historical operations that likely involved the use and generation of hazardous materials.
12. HMMH Proposal No. P19-20021, dated 02/27/2019 and CRA Proposal dated 3/04/2019 are an integral part of this proposal and included as Attachments 1 and 2.

DELIVERABLES

Task	Task Name	Deliverables <sup>1</sup>
1	Project Management	<ul style="list-style-type: none"> <li>• Project coordination</li> <li>• Phone calls</li> <li>• Meeting Agendas and Meeting Minutes</li> <li>• Project Management Plan</li> <li>• Schedule</li> <li>• Monthly Progress Reports</li> </ul>
2	EQ-429, NEPA Concurrence Form	<ul style="list-style-type: none"> <li>• EQ-429 Form</li> <li>• Draft and Final NEPA Concurrence Form</li> </ul>
3	Purpose and Need Chapter	<ul style="list-style-type: none"> <li>• Draft and Final P&amp;N Chapter</li> </ul>
4	Alternatives Analysis	<ul style="list-style-type: none"> <li>• Draft and Final Alternatives Analysis Technical Report</li> </ul>
5	Agency and Locality Coordination Letters	<ul style="list-style-type: none"> <li>• Draft and Final Letters (15, See List in Scope)</li> </ul>
6	Socioeconomics and Land Use Analysis	<ul style="list-style-type: none"> <li>• Socioeconomics and Land Use Analysis Technical Report</li> </ul>
7	Traffic and Transportation Analysis	<ul style="list-style-type: none"> <li>• Draft and Final Traffic and Transportation Analysis Technical Report</li> </ul>
8	Noise Analysis	<ul style="list-style-type: none"> <li>• Methodology Protocol Memo</li> <li>• Draft and Final Noise Analysis Technical Report</li> </ul>
9	Air Quality Analysis	<ul style="list-style-type: none"> <li>• Methodology Protocol Memo</li> <li>• Draft and Final Air Analysis Technical Report</li> </ul>

Task	Task Name	Deliverables <sup>1</sup>
10	Section 106 Process - Cultural Resources Surveys, SHPO and Tribal Coordination Letters	<ul style="list-style-type: none"> <li>• Draft and Final Letters to Tribes</li> <li>• Draft and Final Cultural Resources Report</li> <li>• Draft and Final Letter to VDHR Requesting Concurrence</li> </ul>
11	Surface Waters Delineation, Preliminary Jurisdictional Determination	<ul style="list-style-type: none"> <li>• Draft and Final Wetlands Report (Forms Included)</li> <li>• PJD Application</li> </ul>
12	Threatened and Endangered Species Evaluation and USFWS IPaC Coordination	<ul style="list-style-type: none"> <li>• Draft and Final Habitat Evaluation Memo to File</li> <li>• Draft and Final IPaC Package</li> </ul>
13	Natural Resources Technical Report and EQ-555	<ul style="list-style-type: none"> <li>• Draft and Final Natural Resources Technical Report</li> <li>• Draft and Final Form EQ-555</li> </ul>
14	Hazardous Materials Assessment and EQ-121	<ul style="list-style-type: none"> <li>• Draft and Final Hazardous Materials Technical Report</li> <li>• Draft and Final Form EQ-121</li> </ul>
15	Indirect & Cumulative Effects Analysis	<ul style="list-style-type: none"> <li>• Draft and Final Indirect &amp; Cumulative Effects Technical Report</li> </ul>
16	Preliminary Draft EA	<ul style="list-style-type: none"> <li>• Preliminary Draft EA</li> </ul>
17	Draft EA	<ul style="list-style-type: none"> <li>• Updated Preliminary Draft EA (MS Word only)</li> <li>• <b>“Camera-Ready” Draft EA (MS Word, bookmarked Adobe PDF, and 5 hard copies)</b></li> </ul>
18	Public Hearing	<ul style="list-style-type: none"> <li>• Draft and Final VDOT Form PM-120</li> <li>• Draft and Final Public Hearing Notice</li> <li>• Draft and Final Notification Letters to Local, State, Federal Officials (6)</li> <li>• Draft and Final Notification Letters to Adjacent Property Owners (6)</li> <li>• Draft and Final Poster Boards (6)</li> <li>• Draft and Final Handout, Sign-In, and Comment Sheet</li> </ul>
19	Revised EA	<ul style="list-style-type: none"> <li>• Draft and Final Public Comment Summary Memorandum</li> <li>• Draft and Final Revised EA (5 hard copies of Final)</li> <li>• Draft and Final Revised EA Letter and Request for FONSI to FHWA</li> </ul>
20	Administrative Record	<ul style="list-style-type: none"> <li>• Index of Files (MS Excel)</li> <li>• All Files in PDF (Submitted via Secure Electronic Transfer or on CD-ROM)</li> </ul>

<sup>1</sup>Deliverable submittals will be electronic only (Microsoft Word, Excel, or Adobe PDF) unless otherwise specified

FEE

Dewberry proposes to provide the Scope of Services described above for a lump sum fee of \$780,000.

Mr. Fred Shanks, III, PE, LS  
March 4, 2019

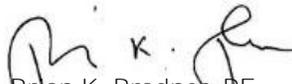
Except as amended in this proposal, all other terms, provisions, and conditions of our current Agreement for Professional Services to develop the Berry Hill property, dated February 9, 2009 shall remain in full force and effect, and the parties ratify and confirm that the Agreement for Professional Services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

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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Attachment 1 - HMMH Proposal No. P19-20021, dated 02/27/2019

Attachment 2 – CRA Proposal dated 03/04/2019

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

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Print (Type) Individual, Firm, or Corporate Name

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Signature of Authorized Representative                      Date

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Print (Type) Name of Authorized Representative and Title

# Attachment 1

## TECHNICAL PROPOSAL

### Preliminary Noise and Air Quality Studies

for

### U.S. Highway 311 Connector City of Danville, Pittsylvania County

prepared for

### EEE Consulting Inc. and Regional Industrial Facility Authority (RIFA)

### HMMH Proposal No. P19-20021

February 27, 2019

#### **Introduction and Background**

HMMH is pleased to present this scope of work to EEE Consulting Inc. (EEE) and Regional Industrial Facility Authority (RIFA) to complete noise and air quality studies to support the Environmental Assessment (EA) being prepared for the U.S. Highway 311 Connector in Pittsylvania County, Virginia. The proposed project is a roadway on new location extending from Oak Ridge Farms Rd (Rt. 1260) at the interchange with the Danville Expressway (U.S. Route 58) west to existing U.S. Route 311, Berry Hill Road. The study corridor length is approximately three miles.

#### **A. Noise Analysis – Scope of Work**

##### ***Introduction***

The noise-sensitive land use in the study area within 500 feet of the project improvements includes primarily single-family homes along Oak Ridge Farms Road, Bachelor Hall Farm Road, Rocky Knoll Lane, and Buford Road.

The noise analysis will be conducted in accordance with VDOT's updated 2018 state noise policy and FHWA highway noise regulations contained in 23 CFR 772. This scope of work includes project management, site visit and noise measurements, loudest-hour traffic development, model validation of noise measurements, developing a model with GIS for TNM, modeling of existing, no-build and one future build alternative design-year conditions, preliminary noise abatement design, and reporting. No in-person project or public meetings are planned in this scope of work.

***Task A1. Project Management, Start-up, and Data Collection***

This task includes overall project management and coordination with EEE, RIFA, VDOT and other study team members as appropriate. The task also includes monthly progress reports and the collection and review of roadway plans, topographic data, aerial photography and traffic data to be used in the modeling.

HMMH's assessment of the project and study area is that VDOT will require a Detailed Noise Analysis, with noise monitoring and modeling with TNM; such an approach is proposed below. However, given that reasonable noise abatement measures are unlikely for this project, we will develop a noise analysis protocol memorandum for submission to VDOT for a determination of whether the project would warrant a Screening Analysis instead.

For this study area, HMMH will use ENTRADA-based traffic data for the noise study if it is available. All data to be used as input to the noise prediction model will be provided by EEE or RIFA.

***Task A2. Noise Monitoring Survey and Site Visit***

HMMH will develop a plan and protocol for a noise monitoring survey and submit it to EEE, RIFA and VDOT for review and approval. Following approval, and assuming a detailed noise study is required, HMMH will conduct a site visit and noise measurement survey. Noise measurements will be conducted at up to three (5) short-term locations (up to 30 minutes in duration) in the study area. Traffic counts on the Danville Expressway will be conducted during noise measurement near that highway, and on local roadways at sites away from the Expressway. The purpose of the site visits will be to confirm residential and any other noise-sensitive land uses, and to become familiar with the topography and noise shielding elements in the study area.

Property owner notification (right-of-entry) letters will likely be needed in advance of the field measurements. HMMH assumes that we will provide the potential site locations and EEE or RIFA will send out such letters or provide appropriate letters to HMMH for mailing.

***Task A3. Noise Model Validation, Prediction, and Impact Assessment***

Using GIS data, available LiDAR topographic information and aerial photography, HMMH will develop a model for TNM noise predictions. The latest version of the FHWA-approved Traffic Noise Model (TNM Version 2.5) will be used to calculate Existing, No-build and (one) Build case noise levels in the noise-sensitive areas. HMMH assumes Build case Option 1 as shown in project documents will be the alternative studied. Noise contributions from major streets will be included, where such traffic data are available.

HMMH will conduct a model validation exercise with traffic counted during the short-term noise measurement program in Task A2, at sites where local traffic noise dominated the noise levels. The noise measurements and validation effort will help us refine the TNM modeling assumptions, if necessary.

Loudest-hour noise levels will be computed for the Existing and Design-Year No-build and Build conditions. If provided, ENTRADA sheets and the loudest-hour spreadsheet will be used to identify the two loudest hours in each alternative. If no ENTRADA traffic is available, peak-hour volumes and vehicle mix data with posted speeds will likely be used. The two loudest hours from ENTRADA or the two peak hours will be modeled at the receptors in the TNM implementations of the study area to determine the loudest hour for each alternative. HMMH will prepare and submit for review a memo with our loudest-hour analysis and recommendation.

Following approval of the loudest-hour analysis, we will predict noise levels with TNM and conduct an assessment of the noise impact for the Existing case and the Design Year No-build and Build alternatives at existing noise-sensitive residential land uses typically within 500 feet of the Project roadways. We will also predict Design Year Build alternative noise levels on undeveloped land in the study area. The extent of the impact will be assessed by the number of noise-sensitive dwelling units predicted to be exposed to noise impact in the design year.

HMMH will reach out to county or other local planning agencies to determine the existence of any pending planned developments or of any recently permitted noise-sensitive land uses in the noise study area. EEE may be aware of such developments and will provide that information to HMMH if available.

#### ***Task A4. Preliminary Noise Abatement Evaluation***

HMMH will determine the feasibility and reasonableness of noise abatement for all noise-sensitive areas where noise impact is predicted. Our assessment of the study area suggests that the project corridor has mostly widely separated single-family homes where noise abatement is unlikely to be feasible and reasonable.

#### ***Task A5. Reporting***

HMMH will prepare a draft Preliminary Noise Analysis Technical Report for review by EEE, RIFA and VDOT, in electronic format. We will then make appropriate revisions resulting from the review, and submit a final version of the technical report. The draft and final reports will be prepared in accordance with VDOT's "Noise Report Development and Guidance Document," Version 8, last updated on February 20, 2018.

### **Assumptions**

- One design-year build alternative will be modeled and reported, shown as Option 1 in project documents.
- No in-person project or public meetings.

EEE Consulting will provide:

- Right-of-entry access letters for potential noise measurement sites.
- Traffic data for all project roadways, including the Danville Expressway and existing U.S. Route 311, in ENTRADA or peak hour form, to include link volumes, medium and heavy truck mix and running or posted speeds for the Existing network and Design Year No-build and Build conditions.
- Plans and profiles of the roadway improvements in CADD and PDF formats.
- Information about planned or permitted noise-sensitive land use in the study corridor if known, or local planning agency contacts.
- Coordination with RIFA and VDOT, as appropriate.
- Review of memos and reports.

HMMH will provide:

- Noise analysis protocol memo for review.
- Noise measurement protocol memo for review.
- List of locations and addresses for potential noise measurement sites.

- Loudest-hour recommendation memo for review.
- Draft and final Noise Analysis Technical Reports per VDOT requirements.

### **Schedule**

HMMH is prepared to start work on the project upon receipt of a notice to proceed. Upon receipt of traffic data and roadway design files, we will require approximately six weeks to conduct the analysis and to complete the draft noise technical report.

## **B. Air Quality Analysis - Scope of Work**

### ***Introduction***

The air quality analysis will be conducted consistent with the latest Environmental Protection Agency (EPA) and Federal Highway Administration (FHWA) guidance along with the latest 2018 VDOT guidance (*Resource Document* including its associated online data repository)<sup>1</sup>. This scope of work includes review and summarizing traffic data, project level analyses and reporting. No project or public meetings are planned in this scope of work.

### ***Task B1. Project Management, Start-up, and Data Collection***

HMMH will work with the traffic engineers during their analysis to ensure appropriate traffic data are collected for use in the air quality study.

For the carbon monoxide (CO) analysis, which is detailed further below, traffic will be needed for the main roadways as well as affected intersections and interchange in the study area for the Existing, Interim and Design year conditions including Build and No-Build. The traffic data needed consists of tables summarizing the Level of Service (LOS), peak AM and PM hourly volumes of automobiles and congested speeds for each condition, including the No-Build and Build Alternatives along with average daily traffic (ADT) volumes. In addition, any relevant figures of the proposed connector alignment should be included.

All traffic forecasts (for both air quality and design purposes) must be internally consistent. For this purpose, HMMH will work with the traffic engineers to ensure that the traffic data and modeling generated for the air quality analyses are consistent as appropriate with other traffic data and forecasts developed for the project.

### ***Task B2. Air Quality Modeling Protocol***

An air quality modeling protocol will be prepared by HMMH for submittal to VDOT consistent with the latest VDOT, EPA and FHWA guidance. The air quality modeling protocol will document the approach and methodology for assessing operational emissions of carbon monoxide (CO), Mobile Source Air Toxics (MSATs), and Indirect Effects and Cumulative Impacts affiliated with the Project. The protocol will include a general modeling approach for each pollutant along with a study description, traffic data for all Alternatives and analysis years, including the No-Build and Preferred Alternative considered and the proposed level of analysis for each pollutant (i.e. qualitative or quantitative).

### ***Task B3. Applicable Pollutants and Levels of Analysis***

A project level analysis will be conducted for operational emissions of CO. For this scope of work, HMMH assumed a qualitative analysis would be conducted for CO and MSATs. A qualitative assessment of the potential for indirect effects and cumulative impacts attributable to this project will also be conducted. A greenhouse gas analysis is not warranted for this project as it involves an Environmental Assessment (EA) and not an Environmental Impact Assessment (EIS).

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<sup>1</sup> [http://www.virginiadot.org/projects/resources/air/VDOT\\_Project-Level\\_Air\\_Quality\\_Resource\\_Document.pdf](http://www.virginiadot.org/projects/resources/air/VDOT_Project-Level_Air_Quality_Resource_Document.pdf)

### Task B3.1 CO Project Level Analysis

Analyses for potential impacts for CO will be conducted for the roadway and associated intersections/interchange that might be impacted by the project. A worst-case analysis for CO will be conducted as follows:

- Worst-case locations for the Build alternative for Opening and Design years will be identified from the signalized intersections along the study area and will be ranked from worst to best based on peak volumes and level of service (LOS). The intersections will then be screened for modeling using the 2016 FHWA-VDOT “*Programmatic Agreement for Project-Level Air Quality Analyses for Carbon Monoxide*” (hereinafter “2016 Agreement”), which references screening criteria (primarily design year average daily traffic and intersection skew angle) that were previously established based on worst-case modeling for typical intersections.
- All signalized intersections will be compared to the thresholds established in the 2016 Agreement to confirm only a qualitative analysis will be required. If projected traffic exceeds the thresholds in the 2016 Agreement, a CO hot-spot analysis using the latest version of EPA MOVES and CAL3QHC will be conducted at an additional cost of \$6,800 for up to two intersections.
- A similar analysis will be conducted for the Danville Expressway and Connector Road interchange which will also be screened for modeling using the 2016 Agreement, which references screening criteria for interchanges with adjacent intersections. If projected traffic exceeds the thresholds in the 2016 Agreement, a CO hot-spot analysis using the latest version of EPA MOVES and CAL3QHC will be conducted at an additional cost of \$5,000 for the interchange.

### Task B3.2 MSAT Analysis

For MSATs, HMMH anticipates expected traffic volumes will be below the MSAT quantitative threshold of 140,000 to 150,000 AAWDT for projects characterized with “higher potential effects”. Therefore, HMMH assumes the Project is one with low potential MSAT effects, and a qualitative analysis of emissions is proposed in accordance with **Appendix B** and **Appendix C** of the October 18, 2016 FHWA updated interim guidance.

### PM2.5 Analysis

The Study Corridor is located in an area, which is designated as attainment for the coarse particulate matter (PM10) and fine particulate matter (PM2.5) NAAQS; therefore, transportation conformity requirements pertaining to particulate matter do not apply for this Project.

### GHG Analysis

Based on the Department protocol that limits GHG analyses to projects involving an Environmental Impact Statement (EIS), a GHG analysis is not warranted for this project as it involves an EA and not an EIS.

### Task B3.3 Indirect Effects and Cumulative Impacts

A qualitative assessment of potential indirect effects and cumulative impacts will be provided consistent with the examples provided in the VDOT Resource Document.

### ***Task B4 Reporting***

HMMH will prepare an Air Quality Technical Report summarizing the results of the qualitative analysis for CO, MSATs, and Indirect Effects and Cumulative Impacts. Existing regional air quality will be

characterized from the most recent Virginia Department of Environmental Quality (DEQ) Ambient Air Monitoring Data Reports. Potential air quality impacts from construction activities and the Department's specifications to minimize these impacts will be discussed.

The draft of the Air Quality Technical Report will be submitted for review and comment, and following receipt of comments, the draft Report will be revised and updated.

***Assumptions***

- One Opening and Design-year build alternative will be modeled and reported, shown as Option 1 in project documents.
- No in-person project or public meetings.
- Qualitative Assessment for CO, MSATs, and Indirect Effects of the Preferred Alternative. Additional cost options are provided for quantitative assessment if needed for CO.
- PM2.5 analysis not required;
- GHG analysis not required.

**EEE Consulting will provide:**

- Traffic data for the Existing, Build and No Build conditions including the Opening and Design Years for the Preferred Alternative;
- Traffic data includes tables summarizing level of service (LOS), peak AM and PM volumes and ADTs (including segment descriptions) for the Existing, Build and No-Build Conditions including Opening and Design Year.
- Coordination with RIFA and VDOT, as appropriate.
- Review of memos and reports.

**HMMH will provide:**

- Air Quality assessment protocol memo for review.
- Draft and final Air Quality Analysis Technical Reports per VDOT requirements.

**Schedule**

HMMH is prepared to start work on the project upon receipt of a notice to proceed. Upon receipt of all traffic data and roadway design files, we will require approximately six weeks to conduct the analysis and to complete the draft air quality technical report.

## Attachment 2



March 4, 2019

Ms. Suzanne Richert, CEP  
NEPA Specialist  
EEE Consulting, Inc.  
201 Church Street, Suite C  
Blacksburg, VA 24060

RE: Revised Proposal for Cultural Resources Survey  
Southern Virginia Mega Site at Berry Hill Connector Road

Dear Ms. Richert:

Attached are our revised technical and fee proposals for a cultural resources survey for the above-named project. Cultural Resource Analysts, Inc. (CRA).

Please call me at (804) 332-4379, if you have any questions.

Sincerely yours,

Timothy Roberts, M.A., RPA  
Director of Virginia Operations



PROPOSAL FOR  
PHASE I CULTURAL RESOURCES SURVEY  
ASSOCIATED WITH THE  
SOUTHERN VIRGINIA MEGA SITE AT BERRY HILL CONNECTOR ROAD

Prepared for:

EEE Consulting, Inc.  
201 Church Street, Suite C  
Blacksburg, VA 24060

Prepared by:

CULTURAL RESOURCE ANALYSTS, INC.  
1503 Santa Rosa Road, Room 127  
Henrico, Virginia 232229

March 4, 2019

## TECHNICAL APPROACH

### A. INTRODUCTION

This technical proposal has been prepared for EEE Consulting, Inc. (EEE) by Cultural Resource Analysts, Inc. (CRA), Richmond, Virginia. The proposed project is located in Pittsylvania County between State Route 58 (Danville Expressway) and State Route 311 (Berry Hill Road). The project involves the construction of an approximately 2.8-mile (4.5-km) Connector Road in support of the Southern Virginia Mega Site at Berry Hill (Mega Site).

Based on the typical section for a 4-lane roadway, standard GS-2 – rural collector, the proposed right-of-way is approximately 27.5 m (90 feet) wide (Dewberry 2018:53; VDOT 2005:A-14). The archaeological area of potential effects (APE) for the project corresponds to the limits of disturbance (LOD) that consists of the proposed Connector Road right-of-way plus 30.5 m (100 feet) on either side, as per instruction from VDOT. Therefore, CRA assumes the APE encompasses approximately 43.5 ha (107.5 ac). The architectural APE encompasses the proposed Connector Road right-of-way and extends an additional 153 m (500 feet) in all directions.

The services proposed are pursuant to the National Historic Preservation Act of 1966, as amended, the Archaeological and Historical Preservation Act of 1974, Executive Order 11593, and Title 36 of the Code of Federal Regulations, Parts 60-66 and 800 (as revised, 1999). The field investigations and technical report will meet the requirements specified in the *Secretary of the Interior's Standards and Guidelines for Archeology and Historic Preservation* (Federal Register 48:190:44716-44742).

All services will be in accordance with the Virginia Department of Historic Resources (DHR)'s *Guidelines for Conducting Historic Resources Survey in Virginia* (2011), the *Virginia Department of Transportation's Expectations and Standard Products for Cultural Resource Surveys* (revised October 12, 2016) (VDOT 2016a), and the *Programmatic Agreement among the Federal Highway Administration, the U.S. Army Corps of Engineers, Norfolk District, the Tennessee Valley Authority, the Advisory Council on Historic Preservation, the Virginia State Historic Preservation Office, and the Virginia Departments of Transportation Regarding Transportation Undertakings Subject to Section 106 of the National Historic Preservation Act of 1966*. (VDOT 2016b). The principal investigators and architectural historian performing the cultural resources investigation meet or exceed the qualifications described in the Secretary of the Interior's *Professional Qualifications Standards* (48 FR 44738-9).

All information submitted in the technical report will be factual and sufficiently complete to enable the VDOT, FHWA, and the Virginia State Historic Preservation Officer (SHPO) to perform the necessary reviews.

## B. BACKGROUND RESEARCH / FIELD PREPARATION

Prior to initiating field investigations, background research will be conducted in order to determine what is already known about historic resources in the project area, including previous identification efforts and the previous development of historic contexts. The background research will address at a minimum the requirements outlined in VDOT's *Expectations and Standard Products for Cultural Resource Surveys* (October 12, 2016). It is expected that the background research will be accomplished by conducting a thorough review of site and structure inventory forms available through DHR's Virginia Cultural Resource Information System (V-CRIS) and available information in the DHR's archives in Richmond, where National Register files and established historic contexts will also be analyzed; and historic maps, aerial photographs, and resources available at the Virginia State Library and local repositories, as appropriate. A list of sources consulted will be included in the report.

An initial review of V-CRIS was conducted as part of preparing this proposal. A total of 16 architectural resources and 22 archaeological sites have been previously identified within one mile of the direct APE suggesting the area has moderate to high sensitivity for cultural resources within the APE. The boundaries of two previously recorded architectural resources overlap the APE. No previously recorded archaeological sites are located within the APE. No American Battlefield Protection Program battlefield core areas, study areas, or potential national register areas overlap or are located within one mile of the APE. Two previous Phase I archaeological surveys have been conducted within one mile of the APE.

Prior to initiating fieldwork, CRA will notify the appropriate agency points of contact in an email of the proposed schedule and dates for conducting the field investigations, the number and composition of field staff, the types of vehicles used, and contact information for the principal investigator(s). CRA will also contact Miss Utility prior to archaeological fieldwork. All CRA vehicles will be appropriately marked with lights, survey signs, and cones.

## C. ARCHAEOLOGICAL FIELDWORK

The purpose of the fieldwork is to determine the presence or absence of prehistoric and historic archaeological resources within the APE. The archaeological survey will be conducted within the project boundaries. For the purposes of preparing this proposal, CRA conducted a review of V-CRIS site files, aerial imagery and topographic maps to determine the character of the project area and to identify potential areas unsuitable for testing due to disturbance, slope, or wetlands.

### 1. Identification and Documentation of Archaeological Resources

The archaeological survey will initially consist of an inspection of the APE to allow field personnel to become acquainted with the project, confirm unsurveyable portions, and assess safety and access issues. Following the initial inspection, a systematic shovel test survey will be performed. The survey is intended to identify all archaeological sites and districts, some types of objects, and any cemeteries (marked or unmarked) that are present within the APE. If sites are located that appear to contain potentially significant information, a more intensive evaluation program will be

recommended to determine each site's eligibility for inclusion in the National Register of Historic Places (NRHP).

Shovel testing will be conducted in all areas exhibiting undisturbed terrain, less than 15 percent slope, and less than 50 percent surface visibility. If surface indications in a survey areas suggest prior disturbance, a small, informally-placed sample of shovel tests will be excavated to confirm the level of disturbance. Shovel tests will be excavated at 50-ft intervals per VDOT's *Expectations and Standard Products for Cultural Resource Surveys* (October 12, 2016). Shovel tests will measure approximately 15 inches in diameter and will be excavated to sterile subsoil. All excavated material will be sifted through ¼-inch hardware mesh. For those shovel tests in which archaeological materials are recovered, soil color, texture, and notes on the stratigraphic relationship of the artifacts will be recorded. The same information will be recorded for a sample of negative shovel tests in order to adequately characterize the nature of deposits in the study area. When archaeological materials are encountered, additional radial shovel tests will be excavated to evaluate site integrity and artifact density, to gather preliminary information on cultural affiliation and age of site, and, if possible, to define site boundaries. These radial shovel tests will be excavated at 25-foot intervals and will extend no further than 50 feet beyond the direct APE in order to assess boundaries.

## 2. Approach and Level of Effort

CRA estimates that the archaeological APE encompasses a total of approximately 43.5 ha (107.5 ac). However, after reviewing aerial imagery, topographic maps, and soil maps, CRA estimates that approximately 6.5 ha (16 ac) exhibit slopes in excess of 15 percent are unsuitable for subsurface testing. Therefore, CRA bases this proposal on approximately 37 surveyable hectares (91.5 surveyable acres). At this estimate, a total of 1482 shovel tests will be necessary to survey the entire APE. An additional 148 radial shovel tests (10%) are anticipated for defining boundaries of new sites and isolated artifacts. Therefore, CRA estimates that a maximum total of 1630 shovel tests will be needed to evaluate the APE. CRA assumes it will take a crew of 8 archaeologists 15 days to complete the survey.

## 3. End-of-Fieldwork Memorandum

Within one week of the completion of the field investigations, CRA will prepare an end-of-fieldwork memorandum and submit the memorandum to EEE. The memorandum will describe the results of the field investigations, identify the location of any resources uncovered in the surveyed areas on a copy of a USGS quadrangle sheet.

## D. ARCHAEOLOGICAL LABORATORY WORK

All recovered artifacts, including floral and faunal remains, will be cleaned and conserved in a manner appropriate to assure their stability. All diagnostic artifacts will be fully provenienced and labeled. The cultural and temporal affiliation, material of manufacture, style, function, form, etc. of recovered artifacts will be identified to the fullest extent possible. All material assemblages will be organized using a Microsoft Access relational database system developed by CRA. This database not

only serves to generate a basic inventory for each assemblage (e.g. Historic, Prehistoric, Archaeobotanical, Faunal) for inclusion with the report, it also provides the basis for more specific queries that can be used to develop contexts for the evaluation of project results as a whole. Given the high number of previously recorded sites in the area, CRA anticipates recovering artifacts from the APE. For the purposes of this proposal, CRA assumes no more than 1000 artifacts will be recovered and processed.

All archaeological sites located during the survey will be given a permanent state site number obtained from DHR, and appropriate state site forms will be prepared. CRA will enter the information directly into DHR's VCRIS. All archaeological data, field notes, and project reports will be submitted to VDHR, the state repository for archaeological materials.

## E. ARCHITECTURAL FIELDWORK

### 1. Identification and Documentation of Architectural Resources

The architectural survey will document all architectural resources within the APE with a construction date of 1969 or earlier.

Each property will be photographed and mapped on a topographic quadrangle during the field investigations. The photographic documentation will conform to the DHR Survey Manual Photography Guidelines and will include digital views of the primary resource, any secondary resources, and view of the setting as necessary. Sufficient physical information will be obtained to describe each resource and characterize its integrity on new or updated V-CRIS reconnaissance-level inventory forms. Based on the results of the field investigations, CRA will recommend if identified resources are not eligible for listing in the NRHP or if additional research is recommended to conclusively determine NRHP eligibility.

The architectural survey will document all architectural resources with a construction date of 1969 or earlier within the APE for architecture and indirect effects, explicitly defined by VDOT in a map included with the RCP for this project. Each of these resources will be photographed and mapped on a topographic quadrangle during the field investigations. The photographic documentation will conform to the DHR Survey Manual Photography Guidelines and will include digital views of the primary resource, any secondary resources, and view of the setting as necessary. Sufficient physical information will be obtained to describe each resource and characterize its integrity on V-CRIS reconnaissance-level inventory forms. Based on the results of the field investigations, CRA will recommend if identified resources are not eligible for listing in the NRHP or if additional research is recommended to conclusively determine NRHP eligibility.

While in the field, CRA historians will also remain aware of the potential for historic districts, cultural landscapes, or additional battlefield sites to be present in the APE. If such a historic district, landscape, or battlefield is found to exist, CRA will document the potential site and make appropriate recommendations for eligibility, as well as contributing or non-contributing status for resources located within the potential district or battlefield, should one exist.

Based on DHR guidance, CRA will provide 4-8 photographs for each individual resource (including photographs of associated secondary structures) and 8-12 photographs of a historic district or battlefield, if such a district should be found to exist.

## 2. End-of-Fieldwork Memorandum

Within one week of the completion of the field investigations, CRA will prepare an end-of-fieldwork memorandum and submit the memorandum to the VDOT. The memorandum will describe the results of the field investigations and identify the location of the surveyed resources on a copy of a USGS quadrangle sheet. Upon approval by the VDOT, CRA will complete initial data entry for the sites in V-CRIS for the assigning of inventory numbers by the DHR survey coordinator.

## F. REPORT PREPARATION

All opinions on the National Register eligibility of resources, whether appearing in management summaries, forms, or formal reports, will be phrased in the form of recommendations. No opinions on project effects on historic properties, or on mitigation, will be included in management summaries, form, or reports.

CRA will prepare a cultural resource report that meets DHR's guidelines. The report will outline the methodology and findings of the archaeological and architectural surveys conducted under this task order. The contents and formatting of the final report will conform to those specified in DHR's *Guidelines for Conducting Historic Resources Survey in Virginia* (2011), except as noted in VDOT's *Expectations and Standard Products for Cultural Resource Surveys* (October 12, 2016).

Unless otherwise directed, one (1) electronic copy of the draft report (labeled "Draft") will be submitted to the agency or appropriate point of contact. Prior to submitting the draft, CRA will have obtained state structure inventory numbers directly from the DHR for use on the draft inventory forms and associated documentation. Given that V-CRIS does not allow for the creation of draft survey forms prior to approval by DHR, along with one (1) electronic copy of the draft report, CRA will submit a Word document that contains the narratives for the architectural descriptions and significance statements for each recorded resource, which will be identical to that which will be included in the final V-CRIS forms. This will be accompanied by a copy of the appropriate USGS map showing the location of the resource, a site plan, and one (1) digital copy of the photographs. V-CRIS forms for the architectural survey will not be submitted to the DHR V-CRIS data manager until review and approval of the draft report by agency staff.

If written comments from the agency are received that call for revision of the report, four (4) paper copies of the revised final report will be submitted. CRA also will submit three (3) compact discs that contain the final technical report in Adobe Portable Document Format (PDF). Both the compact discs and the case will be labeled in accordance with the Guidelines. In addition, one (1) electronic copy and two (2) paper copy of the final V-CRIS architectural inventory forms and two (2) copies of photographic documentation will accompany the report. An additional hard copy of the final report will be provided for artifact curation at DHR.

## G. PERSONNEL

The CRA project manager and archaeological principal investigator will be Timothy Roberts. The archaeological field director will be Nicholas Arnhold. He will be assisted by staff archaeologists Matthew Fuka and Robert Clarke. The principal architectural historian will be S. Alan Higgins, and the architectural historian will be Laura Purvis.

## H. ADDITIONAL ASSUMPTIONS

1. CRA personnel will not be required to attend any in-person meetings or public hearings as part of this scope of services.
2. VDOT, FHWA, and DHR will agree with the proposed survey methodology.
3. The archaeological fieldwork can be completed in a single mobilization.
4. Historic and/or prehistoric archaeological sites requiring DHR site form documentation, artifact analysis, and curation will be encountered during the Phase I archaeological survey.
5. No more than 1000 artifacts will be collected during the Phase I archaeological survey.
6. Cultural materials collected and analyzed as part of the Phase I survey will be curated with DHR
7. There will be no access restrictions to properties that fall within the direct APE for Phase I archaeological survey.
8. Changes to the APE may require a modification to this proposed scope of work and a supplemental fee.
9. Changes to the proposed alignment introduced in response to the results of the archaeological and architectural history surveys may require a modification to this proposed scope of work and a supplemental fee.
10. CRA assumes they will produce a letter requesting concurrence of FHWA's determination of effects to SHPO, and the draft letters for agency contact with Native American tribal letters.
11. The APE for architectural history survey will extend 153 m (500 feet) beyond the boundaries of the proposed right-of-way.
12. Historic architectural resources are considered those that are 50 years or older as of 2019.
13. A single combined report will be prepared for both the architectural and archaeological surveys. This will be submitted in electronic format.
14. A single report will be prepared including results of both the architectural and archaeological surveys. This will be submitted in electronic format.
15. The fieldwork for historic architectural resources will be completed in one mobilization.
16. While CRA will make every effort to keep to the established schedule, CRA will not be responsible for delays resulting from prolonged review periods by the client or agencies.
17. Contractor questions regarding the project or revisions will be addressed in a timely manner to efficiently meet deadlines.
18. Changes to the indirect APE that incur the survey of additional architectural resources will initiate a re-negotiation of work and supplemental scope.
19. All historic architectural survey will be conducted from the ROW. Access will be coordinated by the agency or prime consultant.
20. Historic architectural resources will be documented according to DHR's guidelines.

21. No more than 80 historic architectural resources and districts will be surveyed.
22. The architectural history fieldwork can be completed in a single field mobilization.

## J. REFERENCES

Dewberry Engineers Inc.

2018 Southern Virginia Mega Site at Berry Hill Transportation Update. Submitted to West Piedmont Planning District Commission and Danville Metropolitan Planning Organization.

Virginia Department of Historic Resources

2011 Guidelines for Conducting Historic Resources Survey in Virginia. Virginia Department of Historic Resources, Richmond, Virginia.

Virginia Department of Transportation

2005 *VDOT Governance Document: Road Design Manual*. (Revised January 2019). Location and Design Division.

2016a *Expectations and Standard Products for Cultural Resource Surveys*.

2016b *Programmatic Agreement among the Federal Highway Administration, the U.S. Army Corps of Engineers, Norfolk District, the Tennessee Valley Authority, the Advisory Council on Historic Preservation, the Virginia State Historic Preservation Office, and the Virginia Departments of Transportation Regarding Transportation Undertakings Subject to Section 106 of the National Historic Preservation Act of 1966*.

# Danville-Pittsylvania Regional Industrial Facility Authority

## Executive Summary

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<b>Agenda Item No.:</b>	Item 5C
<b>Meeting Date:</b>	March 11, 2019
<b>Subject:</b>	Financial Status Reports – February 28, 2019
<b>From:</b>	Michael L. Adkins, Authority Treasurer

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### **SUMMARY**

A review of the financial status reports through February 28, 2019 will be provided at the meeting. The financial status reports as of February 28, 2019 are attached for the DPRIFA Board's review.

### **RECOMMENDATION**

Staff recommends approving the financial status reports as of February 28, 2019 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 FY2019
- C. SVMS at Berry Hill – Funding Other than Bond Funds
- D. SVMS at Berry Hill – Lot 4 Site Development
- E. SVMS at Berry Hill – Lot 8 Site Development
- F. SVMS at Berry Hill – 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 <sup>7</sup>

As of February 28, 2019

<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 <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	38,701.62	33,179.38	
<b>Land</b>		-	2,792,945.57		-
<b>Demolition services</b>		71,261.62	71,261.62		-
<b>Legal fees</b>		-	138,586.73		-
<b>CCC - Lots 3 &amp; 9 project - RIFA Local Share <sup>6</sup></b>		142,190.00	112,464.98		-
<b>Other expenditures</b>		-	345,194.30		-
<b>Total</b>	\$ 7,578,582.12	\$ 4,311,140.12	\$ 7,426,171.18	\$ 33,179.38	<u>\$ 119,231.56</u>

**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 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.

<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 8/1/2013 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 2019

As of February 28, 2019

	<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 FY2018	37,099.21				
<b>Contingency</b>					
Miscellaneous contingency items		\$ 53,022.94	\$ 4,107.77	\$ -	\$ 48,915.17
Southern Virginia Mega Site at Berry Hill helipad		\$ 4,351.27	4,351.27	-	-
<b>Total Contingency Budget</b>		<u>57,374.21</u>	<u>8,459.04</u>	<u>-</u>	<u>48,915.17</u>
<b>Legal</b>		100,000.00	106,062.77	-	(6,062.77)
<b>Accounting</b>		21,525.00	21,525.00	-	-
<b>Annual Bank Fees</b>		600.00	605.00	-	(5.00)
<b>Postage &amp; Shipping</b>		100.00		-	100.00
<b>Meals</b>		4,000.00	1,771.15	-	2,228.85
<b>Utilities</b>		500.00	214.90	-	285.10
<b>Insurance</b>		3,000.00		-	3,000.00
<b>Total</b>	<u>\$ 187,099.21</u>	<u>\$ 187,099.21</u>	<u>\$ 138,637.86</u>	<u>\$ -</u>	<u><u>\$ 48,461.35</u></u>

**Danville-Pittsylvania Regional Industrial Facility Authority**  
**Southern Virginia Mega Site at Berry Hill - Funding Other than Bond Funds**  
**As of February 28, 2019**

<b>Funding</b>	<b>Funding</b>	<b>Budget / Contract Amount</b>	<b>Expenditures</b>	<b>Encumbered</b>	<b>Unexpended / Unencumbered</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 Comm. 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				
Contingency funds allocated per Resolution 2017-08-14-5C <sup>9</sup>	20,000.00				
TIC #2264 - Phase II Land and Engineering	1,659,500.00				
<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	987,879.29	2,970.71	
Consulting Services - McCallum Sweeney <sup>7</sup>		115,000.00	103,796.85	-	
Dewberry Engineers (related to #2264)		4,500.00	-	4,500.00	
Appalachian Power Company		1,655,000.00	180,000.00	1,475,000.00	
Transfer available funds to "Berry Hill Mega Park - Lot 4 Site Development" Project <sup>8</sup>		-	11,203.15	-	
Transfer from General Funds contingency <sup>9</sup>		20,000.00		20,000.00	
<b>Total</b>	<b>\$ 15,911,024.83</b>	<b>\$ 15,911,024.83</b>	<b>\$ 14,408,554.12</b>	<b>\$ 1,502,470.71</b>	<b>\$ -</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

<sup>9</sup> As approved by RIFA Board on 8/14/2017

**Danville-Pittsylvania Regional Industrial Facility Authority**  
**Southern Virginia Mega Site at Berry Hill - Lot 4 Site Development**  
**As of February 28, 2019**

	<u>Funding</u>	<u>Budget / Contract Amount</u>	<u>Expenditures</u>	<u>Encumbered</u>	<u>Unexpended / Unencumbered</u>
<b>Funding</b>					
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.		1,688,062.81	1,530,062.81	158,000.00	
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		4,250,475.11	4,243,151.21	7,323.90	
Haymes Brothers, Inc. - Phase 1 Pad A Extension/Expansion		-	-	-	
<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>\$ 6,097,370.21</b>	<b>\$ 5,932,046.31</b>	<b>\$ 165,323.90</b>	<b><u>\$ 1,802,985.94</u></b>

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

<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

Southern Virginia Mega Site at Berry Hill - Lot 8 Site Development

As of February 28, 2019

	<u>Funding</u>	<u>Budget / Contract</u> <u>Amount</u>	<u>Expenditures</u>	<u>Encumbered</u>	<u>Unexpended /</u> <u>Unencumbered</u>
<b>Funding</b>					
<b>TIC #3358 Site Improvements for Project Lignum</b>					
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				
<b>Expenditures</b>					
Dewberry Engineers Inc.		89,300.00	82,800.00	6,500.00	
<b>Total</b>	<b>\$ 5,249,600.00</b>	<b>\$ 89,300.00</b>	<b>\$ 82,800.00</b>	<b>\$ 6,500.00</b>	<b><u><u>\$ 5,160,300.00</u></u></b>

# Danville-Pittsylvania Regional Industrial Facility Authority

Southern Virginia Mega Site at Berry Hill - Water & Sewer

As of February 28, 2019

	<u>Funding</u>	<u>Budget / Contract Amount</u>	<u>Expenditures</u>	<u>Encumbered</u>	<u>Unexpended / Unencumbered</u>
<b>Funding</b>					
<b>TIC #2641 Phase I Sanitary Sewer</b>					
Tobacco Commission Grant 2641	\$ 4,908,240.00				
Local Match for Contractual Services	282,400.00				
Local Match for Property & Improvements	262,960.00				
<b>TIC #3011 Water System Improvements Phase II</b>					
Tobacco Commission Grant 3011	2,241,567.00				
Local Match for Property & Improvements	224,160.00				
<b>Expenditures</b>					
Dewberry Engineers Inc.		398,284.00	141,429.40	256,854.60	
Haymes Brothers, Inc. - Phase I Sanitary Sewer Project		4,856,169.75	1,896,694.19	2,959,475.56	
Norfolk Southern Railway Company		22,300.00	22,300.00	-	
Pittsylvania County Service Authority		1,475.00	1,475.00	-	
Treasurer of Virginia		5,200.00	5,200.00	-	
AECOM		5,000.00	5,000.00	-	
BH Media Group, Inc.		296.00	296.00	-	
Danville Register & Bee		600.00	600.00	-	
<b>Total</b>	<b>\$ 7,919,327.00</b>	<b>\$ 5,289,324.75</b>	<b>\$ 2,072,994.59</b>	<b>\$ 3,216,330.16</b>	<b>\$ <u>2,630,002.25</u></b>

**Danville-Pittsylvania Regional Industrial Facility Authority**  
**Rent, Interest, and Other Income Realized for Fiscal Year 2019**  
**As of February 28, 2019**

<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) <sup>1</sup>		\$ 22,400.58	\$ 126,497.92	
Mountain View Farms of Virginia, L.C.		-	1,200.00	
<i>Total Rent</i>		\$ 22,400.58	\$ 127,697.92	
<u>Interest Received</u> <sup>2</sup>		\$ 440.49	\$ 3,050.05	
<u>Miscellaneous Income</u>		\$ 163,780.00	\$ 1,300,560.00	
<b>Expenditures</b>				
Hawkins Research Bldg. Property Mgmt. Fee			\$ 126,497.92	
Disbursement to Unision Tube (Enhancement Grant and DRF Grant)			\$ 1,242,500.00	
Disbursement to IALR for Harlow Fastech lease payment			\$ 58,060.00	
<b>Totals</b>	<u>\$ 738,132.03</u>	<u>\$ 186,621.07</u>	<u>\$ 1,431,307.97</u>	<u>\$ 1,427,057.92</u>
			<b>Restricted</b> <sup>1</sup>	\$ 313,695.06
			<b>Unrestricted</b>	\$ 428,687.02

<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>  
**February 28, 2019\***

	<b>Unaudited FY 2019</b>
<b>Assets</b>	
<i>Current assets</i>	
Cash - checking	\$ 350,302
Cash - money market	798,357
Accounts receivable	205,647
Prepays	254
<i>Total current assets</i>	1,354,560
<i>Noncurrent assets</i>	
Restricted cash - project fund CCC bonds	158,911
Restricted cash - debt service fund CCC bonds	27,293
Restricted cash - debt service fund Berry Hill bonds	36
Restricted cash - debt service reserve fund Berry Hill bonds	1,012,393
Capital assets not being depreciated	24,781,371
Capital assets being depreciated, net	22,987,025
Construction in progress	9,827,751
<i>Total noncurrent assets</i>	58,794,780
<b>Total assets</b>	<b>60,149,340</b>
<b>Liabilities</b>	
<i>Current liabilities</i>	
Unearned income	600
Bonds payable - current portion	1,348,450
<i>Total current liabilities</i>	1,349,050
<i>Noncurrent liabilities</i>	
Bonds payable - less current portion	2,119,740
<i>Total noncurrent liabilities</i>	2,119,740
<b>Total liabilities</b>	<b>3,468,790</b>
<b>Net Position</b>	
Net investment in capital assets	54,286,868
Restricted - debt reserves	1,039,722
Unrestricted	1,353,960
<b>Total net position</b>	<b>\$ 56,680,550</b>

<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 February 28, 2019 as of February 26, 2019, 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**  
**February 28, 2019\***

	<b>Unaudited FY 2019</b>
<b>Operating revenues</b>	
Rental income	130,373
Other Income	1,300,560
<b>Total operating revenues</b>	1,430,933
<b>Operating expenses<sup>4</sup></b>	
Mega Park expenses <sup>3</sup>	360,122
Cane Creek Centre expenses <sup>3</sup>	1,255,184
Cyber Park expenses <sup>3</sup>	233,757
Professional fees	51,211
Other operating expenses	9,956
<b>Total operating expenses</b>	1,910,230
<b>Operating income (loss)</b>	(479,297)
<b>Non-operating revenues (expenses)</b>	
Interest income	18,678
Interest expense	(47,442)
<b>Total non-operating expenses, net</b>	(28,764)
<b>Net income (loss) before capital contributions</b>	(508,061)
<b>Capital contributions</b>	
Contribution - City of Danville	320,764
Contribution - Pittsylvania County	320,764
<b>Total capital contributions</b>	641,528
<b>Change in net position</b>	133,467
<b>Net position at July 1, 2018</b>	56,547,083
<b>Net position at February 28, 2019</b>	\$ 56,680,550

<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**  
**February 28, 2019\***

	<b>Unaudited FY 2019</b>
<b>Operating activities</b>	
Receipts from leases	\$ 148,352
Other receipts	1,300,560
Payments to suppliers for goods and services	(2,019,440)
<b>Net cash used by operating activities</b>	<b>(570,528)</b>
<b>Capital and related financing activities</b>	
Capital contributions	407,843
Interest paid on bonds	(80,942)
Principal repayments on bonds	(1,290,000)
<b>Net cash provided by capital and related financing activities</b>	<b>(963,099)</b>
<b>Investing activities</b>	
Interest received	18,678
<b>Net cash provided by investing activities</b>	<b>18,678</b>
<b>Net increase (decrease) in cash and cash equivalents</b>	(1,514,949)
<b>Cash and cash equivalents - beginning of year (including restricted cash)</b>	<b>3,862,241</b>
<b>Cash and cash equivalents - through February 28, 2019 (including restricted cash)</b>	<b>\$ 2,347,292</b>
<b>Reconciliation of operating loss before capital contributions to net cash used by operating activities:</b>	
Operating income (loss)	\$ (479,297)
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	2,171
Change in other receivables	20,654
Change in accounts payable	(111,381)
Change in unearned income	(2,675)
<b>Net cash used by operating activities</b>	<b>\$ (570,528)</b>

<b>Components of cash and cash equivalents at February 28, 2019:</b>	
American National - Checking	\$ 350,302
American National - General money market	798,357
Wells Fargo - \$7.3M Bonds CCC Debt service fund	27,293
Wells Fargo - \$7.3M Bonds CCC Project fund	158,911
US Bank - \$11.25M Bonds Berry Hill Debt service fund	36
US Bank - \$11.25M Bonds Berry Hill Debt service reserve fund	1,012,393
	<b>\$ 2,347,292</b>