

Danville-Pittsylvania Regional Industrial Facility Authority

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

AGENDA

October 15, 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. Searce
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
Christian & Barton, LLP, Legal Counsel to Authority
Susan M. DeMasi, Authority Secretary
Michael L. Adkins, Authority Treasurer**

Danville-Pittsylvania Regional Industrial Facility Authority

1. MEETING CALLED TO ORDER

2. ROLL CALL

3. PUBLIC COMMENT PERIOD

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

4. APPROVAL OF MINUTES OF THE SEPTEMBER 9, 2019 MEETING

5. NEW BUSINESS

- A. Consideration of Resolution No. 2019-10-15-5A, approving that certain statement of non-financial support for The Go Virginia Coalition and consenting to be listed as a coalition member strengthening Virginia's Economic Development – David M. Smitherman, County Administrator, Pittsylvania County
- B. Consideration of Resolution No. 2019-10-15-5B, ratifying a \$200.00 adjustment to the mowing services fee approved under Resolution No. 2019-09-09-5A, for one-time mowing and clearing services related to the Authority's Southern Virginia Megasite at Berry Hill located in Pittsylvania County and the Cane Creek Centre Industrial Park project located in Pittsylvania County and Danville, Virginia - Matthew D. Rowe, Director of Economic Development, Pittsylvania County
- C. Consideration of Resolution No. 2019-10-15-5C, authorizing the negotiation, execution and delivery of a Memorandum of Understanding – Megasite with the Authority, the County of Pittsylvania, Virginia, the City of Danville, Virginia, and the Pittsylvania County Service Authority, for the installation of utility services and the provision of water and sewer services for the Authority's Southern Virginia Megasite at Berry Hill, located in Pittsylvania County, Virginia – Kenneth F. Larking, City Manager, City of Danville; and Mr. Smitherman
- D. Consideration of Resolution No. 2019-10-15-5D, approving Amendment No. 28, dated October 9, 2019, to Contract dated February 9, 2009, with Dewberry Engineers Inc., a New York corporation, Professional Services Related to the Mega Park Master Plan, to provide water and sewer infrastructure services to Lot 7 of the Authority's Southern Virginia Megasite at Berry Hill, located in Pittsylvania County, Virginia, at a lump sum fee of \$614,040.00, to be funded by the City of Danville, Virginia and potential funds from a Tobacco Region Revitalization Commission Grant - Brian K. Bradner, P.E., Vice President, Dewberry Engineers Inc.
- E. Financial Status Reports as of September 30, 2019 – Michael L. Adkins, CPA, Treasurer of the Authority, and Henrietta Weaver, CPA, City of Danville, Virginia

6. CLOSED SESSION

Danville-Pittsylvania Regional Industrial Facility Authority

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

- A. As permitted by Section 2.2-3711(A)(5) of the Code of Virginia, 1950, as amended (“Virginia Code”), for discussion concerning one or more prospective businesses where no previous announcement has been made of that business’s interest in locating its facilities in one or more of the Authority’s projects located in Pittsylvania County, Virginia, and/or Danville, Virginia;
- B. As permitted by Virginia Code § 2.2-3711(A)(39) for discussion or consideration of records excluded under Virginia Code § 2.2-3705.6(3) (including without limitation (i) those certain confidential proprietary records voluntarily provided by private business pursuant to a promise of confidentiality from the Authority, and used by the Authority for business and trade development and (ii) those certain memoranda, working papers, or other information related to businesses that are considering locating or expanding in Virginia, prepared by the Authority, where competition or bargaining is involved and where disclosure of such information would adversely affect the financial interest of the Authority); such information 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 Megasite 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);
- C. As permitted by Virginia Code § 2.2-3711(A)(39) for discussion or consideration of records of Unison Tube, L.L.C., a Virginia limited liability company, excluded under Virginia Code § 2.2-3705.6(3) (including without limitation those certain confidential proprietary records voluntarily provided by such private business pursuant to a promise of confidentiality from the Authority, and used by the Authority for business and trade development); and
- D. 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.
- E. As permitted by Virginia Code §§ 2.2-3711(A)(7) for consultation with Michael C. Guanzon, Christian & Barton, LLP, legal counsel to the Authority, and briefings by staff members or consultants pertaining to probable litigation, where such consultation or briefing in open meeting would adversely affect the negotiating or litigating posture of the Authority.

RETURN TO OPEN SESSION

- F. Confirmation of Motion and Vote to Reconvene in Open Meeting

Danville-Pittsylvania Regional Industrial Facility Authority

G. Motion to Certify Closed Meeting

7. COMMUNICATIONS FROM:

- Authority Board Members
- Staff
- Legal Counsel to the Authority, Michael C. Guanzon, Christian & Barton, LLP
 - Update on Resolution No. 2019-06-10-5B (Mid-Atlantic Broadband Communities Corporation – Communications Site Easement)
 - Update on Resolution No. 2019-08-12-5D (Mills – Acquisition of Tax GPIN 1387-01-2186)

8. ADJOURN

Danville-Pittsylvania Regional Industrial Facility Authority

Executive Summary

Agenda Item No.:	Item 4
Meeting Date:	10/15/2019
Subject:	Meeting Minutes
From:	Susan M. DeMasi, Authority Secretary

SUMMARY

Attached for the Board's review and approval are the Meeting Minutes from the Monday, September 9, 2019 meeting.

ATTACHMENTS

Meeting Minutes – 09/09/2019

DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY

Minutes

September 9, 2019

The Regular Meeting of the Danville-Pittsylvania Regional Industrial Facility Authority convened at 12:10 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 Blackstock.

City/County staff members attending were: City Manager Ken Larking, Deputy City Manager Earl Reynolds, County Administrator David Smitherman, Project Manager Kelvin Perry, Pittsylvania County Director of Economic Development Matt Rowe, Assistant County Administrator for Planning & Development Gregory Sides, Project Manager Susan McCullough, City of Danville Director of Finance Michael Adkins, Christian & Barton Attorney Michael Guanzon, and Secretary to the Authority Susan DeMasi. Also present were Brian Bradner and Shawn Harden from Dewberry & Davis.

PUBLIC COMMENT PERIOD

No one desired to be heard.

APPROVAL OF MINUTES OF THE AUGUST 12, 2019 MEETING

Upon **Motion** by Mr. Saunders and **second** by Mr. Searce, Minutes of the August 12, 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. 2019-09-09-5A RATIFYING ONE TIME MOWING AND CLEARING SERVICES

Pittsylvania County Director of Economic Development Matt Rowe explained the County had received bids for mowing for County owned properties and pad sites. As part of the process they also received bids for RIFA sites at Cane Creek and SVM; the Cyber Park was already maintained by the City's Public Works. The lowest bid was \$7,582 for mowing the pad sites at Berry Hill and also mowing Lot 9 in Cane Creek. Mr. Shanks asked if the Cantor property should be included. Mr. Rowe explained the bids were solely for the graded pad areas; staff could go back and ask that maintenance be done around the house. Mr. Shanks asked staff to look into this and Mr. Guanzon noted they would come back next month with a new price.

Mr. Searce **moved** for adoption of *Resolution No. 2019-09-09-5A, ratifying one-time mowing and clearing services related to the Authority's Southern Virginia Megasite at Berry Hill located in Pittsylvania County and the Cane Creek Centre Industrial Park project located in Pittsylvania County and Danville, Virginia, for a fee of \$7,582, subject to adjustments, but not to exceed \$10,000.*

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

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

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5B. CONSIDERATION OF RESOLUTION 2019-09-09-5B AUTHORIZING THE CONTRACT OF SALE WITH REALTY LINK – LOT 6A AT CANE CREEK CENTRE

Mr. Guanzon noted there was a typo, the \$125,000 should be \$100,000. Mr. Rowe explained in July, RealtyLink informed RIFA they would move forward with two shell buildings. Their lenders have requested they purchase the property and Mr. Guanzon has prepared a Purchase and Sales Agreement. He noted this was essentially a conversion from the ground lease that was done before, to a purchase, because the ground lease had a right for Realty Link to buy the property. Mr. Shanks asked for clarification on, if the Authority executes a local performance agreement, and Mr. Guanzon stated if the ultimate user of the property was somebody RIFA was recruiting, they will pay less. If they are going to sit on it for awhile, and then they want to buy it, it would be at fair market value, which was \$30,000 per acre.

Mr. Saunders **moved** for adoption of *Resolution 2019-09-09-5B, a Resolution Authorizing the Negotiation, Execution and Delivery of a Contract of Sale with RealtyLink – Tennessee, LLC, a Tennessee Limited Liability Company (“RealtyLink”), for the Purchase of New Lot 6A (Part of GPIN 2347-03-7452 and Part of Pin 77193), in the Authority’s Cane Creek Centre Project located in Pittsylvania County and Danville, Virginia, under which RealtyLink shall Cause to be Installed a Building of at Least 100,000 Square Feet in Area, with Installation to Begin Within 30 Days after the Contract of Sale’s Execution and to be Completed within one year Thereafter; and the Initial Purchase Price will be for \$30,000 per acre, Subject to a Post-Closing Adjustment to a Total Purchase Price of \$100,000 if the Authority Executes a local Performance Agreement with the Ultimate Operator of the Property; and this Contract of Sale is Intended to Replace the Previously Contemplated Ground Lease with Option to Purchase and Previously Executed License Agreement among the Authority and RealtyLink regarding the storage of building materials on the property.*

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

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

5C. CONSIDERATION OF RESOLUTION 2019-09-09-5C AUTHORIZING THE CONTRACT OF SALE WITH REALTY LINK FOR LOT 6B IN CANE CREEK CENTRE

Mr. Guanzon noted there was a typo on this Resolution as well, it also should be \$100,000. Lot 6 in Cane Creek was going to be split into 6A, which was at the entrance, and 6B which was above that. What was approved before for this lot was an option to ground lease; it has been converted into the same as the item that was just approved. Mr. Rowe explained the company has agreed while they are constructing one building, to construct the next building simultaneously to keep costs down. When RIFA signs the contract they will be obligated to buy it unless they get out of it after doing their due diligence. If at the time of closing RIFA has a recruit that was going to be on that property, then the purchase price will be \$100,000; if there wasn't a local performance agreement with a recruit, then it will be \$30,000 per acre.

Mr. Warren **moved** for adoption of *Resolution 2019-09-09-5C, a Resolution Authorizing the Negotiation, Execution and Delivery of a Contract of Sale with RealtyLink – Tennessee, LLC, a Tennessee Limited Liability Company, for the Purchase of Lot 6B (Part of GPIN 2347-03-7452), Located in the Authority’s Cane Creek Centre Project Located in Pittsylvania County,*

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Virginia, under which RealtyLink Shall Cause to be Constructed or Installed a Building of at Least 100,000 Square Feet in Area, with Installation to Begin Within 90 Days after the Contract of Sale's Execution and to be Completed Within One Year Thereafter; and the Initial Purchase Price will be for \$30,000 per acre, Subject to a Post-Closing Adjustment to a Total Purchase Price of \$100,000 if the Authority Executes a Local Performance Agreement with the Ultimate Operator of the Property; and this Contract of Sale is Intended to Replace the Previously Contemplated Option to Ground Lease.

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

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

5D. CONSIDERATION OF RESOLUTION 2019-09-09-5D APPROVING THE CONTRACT FOR PURCHASE OF 1809 SOUTH BOSTON ROAD

Mr. Guanzon explained this property was located on South Boston Road; if approved, it would be added to the 6A lot to give some road frontage. The owners have agreed to sell it to RIFA for \$150,000 with a refundable deposit of \$5,000, so long as RIFA terminates within the review period. Because it was zoned differently, it would have to go through rezoning and then be consolidated into Lot 6A. If that was the case, then the agreement for 6A that was passed two items ago, would increase the purchase price. Mr. Shanks questioned if there was any reason to make that purchase contingent on rezoning or does RIFA want it anyway. Mr. Guanzon stated there was a purpose for it either way, it was the front part into the entrance to the park, so there was value in having it even if was not officially added in there. Mr. Shanks noted he thought that it should be contingent on rezoning. Mr. Rowe stated that RealtyLink did not need this property, and Mr. Harden noted because of the timing, they have had to pull the building back into the lot, because they didn't have time to wait for the rezoning and consolidation; that property was not needed for the construction of the shell. Mr. Guanzon stated it would be a several months delay to get that process done. It was used as a gas station, and although the tanks have been removed, they would have to do their due diligence.

Mr. Smitherman noted at the last pre-RIFA meeting, staff learned that the Board does not have as much free cash available as previously thought; Mr. Adkins noted it was just under \$190,000. Mr. Smitherman stated this would take that balance down to the high thirties. Mr. Rowe has been introduced to a VEDP program which might be able to assist RIFA in this purchase. Mr. Smitherman suggested getting more time with an option, and try to get assistance from VEDP to get someone else to pay for this property.

Mr. Warren made a **motion** to **TABLE** Item D until the next RIFA meeting and instruct the attorney to go back and see if RIFA can obtain a purchase option with a timeframe, to allow staff to work with VEDP. The Motion was **seconded** by Mr. Saunders.

Mr. Blackstock noted he thought it was wise to delay this, there was no rush to purchase it, and it would bring cash reserves down to \$30,000. If RIFA had to have it, that would be one thing, but in this situation, the Board needs to delay it. Mr. Larking stated it made sense to have a provision that makes it contingent on rezoning, this body cannot direct the other elected body or the Planning Commission. Mr. Guanzon noted staff can extend the due diligence period and decide whether they go through with it.

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Mr. Warren noted he wanted to **amend** his motion to include instructions for the staff to start the process of looking into rezoning this property. Mr. Saunders noted his **second**.

Mr. Larking explained staff would have to get the current owner to apply for rezoning. Mr. Guanzon noted RIFA would have to enter into a purchase option, and he would need know what they would have to pay for that. Board Members and staff discussed various purchase options and after lengthy discussion, Mr. Guanzon suggested the Board discuss this in a closed session.

At 12:36 Mr. Saunders **moved** that the Meeting of the Danville-Pittsylvania Regional Industrial Facility Authority be recessed in a Closed Meeting for the following purpose: 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. Warren and carried by the following vote:

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

On **Motion** by Mr. Warren and **second** by Mr. Saunders and by unanimous vote at 12:38 p.m., the Authority returned to open meeting.

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

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)

Mr. Warren noted he would like to withdraw his Motion on Item 5D and Mr. Saunders seconded his Motion. Agenda Item 5D failed, due to lack of a Motion.

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5E. CONSIDERATION OF RESOLUTION 2019-09-09-5E AUTHORIZING THE CONTRACT OF SALE FOR LOTS 3A AND 3B ON CANE CREEK PARKWAY

Mr. Rowe noted RealtyLink, in addition to doing the two shell buildings on spec, have brought RIFA an end user. This was a project that has been discussed with the Board and they are at the point where they are acquiring and getting site control. The client has been in the region during the past two weeks, designing the facility and it will be 126,000 square feet. Mr. Guanzon noted they cannot buy unless this ultimate user enters with a Local Performance Agreement.

Mr. Warren **moved** for adoption of *Resolution No. 2019-09-09-5E, authorizing the negotiation, execution and delivery of a Contract of Sale for certain real property containing approximately 13.29 acres and 30.38 acres, located in Pittsylvania County, Virginia, commonly known as Lots 3A and 3B, fronting on Cane Creek Parkway, located in the City of Danville and Pittsylvania County, Virginia, in support of the development of the Authority's Cane Creek Centre Industrial Park, and contingent on the execution of a Local Performance Agreement with the ultimate operator of the property, at a purchase price of \$125,000.*

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

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

5F. FINANCIAL STATUS REPORTS AS OF AUGUST 31, 2019

Authority Treasurer Michael Adkins gave the Financial Status report as of August 31, 2019, beginning with the \$7.3M Cane Creek Bonds, noting those bonds were refinanced and had legal closing fees of \$15,085 to Hunton Andrew Kurtz for External Bond Counsel Services and \$6,754 to Clement Wheatley for Internal Review of Bond Documents. FY 2019 General Expenditures show RIFA paid \$12,427 for General Counsel to Clement & Wheatley, the unspent balance of \$4,400 will carry over to FY 2020; FY 2020 General Expenditures show RIFA paid \$277 for meals. The Berry Hill Funding Other than Bonds show no expenditures for August; Lot 4 and Lot 8 Site Development also show no expenditures for August. For Water and Sewer, RIFA expended \$109,649 to CW Cauley and Son, for Phase I. FY 2019 Rent, Interest and Other Income shows no change from last month. FY2020 Rent, Interest and Other Income shows RIFA received rent of \$25,412 from the Institute for the Hawkins Building, \$442 in interest income and a \$362 refund on a real estate transaction with Clement Wheatley. RIFA paid \$25,412 to the Institute for the Hawkins Building and \$25,376 to the Institute for the Gefertec Lease Payment.

Mr. Saunders **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, Saunders (4)
NAY: None (0)

6. CLOSED SESSION

[During the closed session, all matters discussed shall involve receiving advice from legal

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counsel, and as such all communications during the closed session shall be considered attorney-client privileged.]

At 12:46 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 Southern Virginia Megasite 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);
- 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. Warren and carried by the following vote:

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

D. On **Motion** by Mr. Scarce and **second** by Mr. Blackstock and by unanimous vote at 2:42 p.m., the Authority returned to open meeting.

E. Mr. Scarce **moved** for adoption of the following Resolution:

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

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

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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. Saunders and carried by the following vote:

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

COMMUNICATIONS

Mr. Shanks requested when staff prepares the agenda packet, to include an exhibit of the property that is being discussed.

Mr. Warren noted his thanks to RealtyLink for all the efforts they have made, particularly in the Ringgold park.

Meeting adjourned at 2:45 p.m.

APPROVED:

Chairman

Secretary to the Authority

Danville-Pittsylvania Regional Industrial Facility Authority

Executive Summary

Agenda Item No.:	Item 5A
Meeting Date:	10/15/2019
Subject:	Resolution No. 2019-10-15-5A
From:	David M. Smitherman, County Administrator, Pittsylvania County

SUMMARY

The Board will be asked to approve Resolution 2019-10-15-5A, approving a certain statement of non-financial support for the GO Virginia Coalition and consenting to be listed as a coalition member strengthening Virginia's economic development.

ATTACHMENTS

Resolution 2019-10-15-5A

A RESOLUTION APPROVING THAT CERTAIN STATEMENT OF NON-FINANCIAL SUPPORT FOR THE GO VIRGINIA COALITION AND CONSENTING TO BE LISTED AS A COALITION MEMBER STRENGTHENING VIRGINIA'S ECONOMIC DEVELOPMENT

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

WHEREAS, the Authority’s general purpose is to enhance the economic base of the City of Danville, Virginia (the “**City**”) and the County of Pittsylvania, Virginia (the “**County**”) by developing, owning, and operating one or more facilities on a cooperative basis involving such localities; and

WHEREAS, the Authority is to exercise its powers for the benefit of the inhabitants of the region for the increase of commerce, and for the promotion of their safety, health, welfare, convenience and prosperity; and

WHEREAS, GO Virginia Coalition (“**GOVA**”) is a state-wide initiative to foster private-sector growth and job creation through state incentives for regional collaboration by business, education and government; and

WHEREAS, the Authority has reviewed and desires to evidence its support of GOVA, by becoming a GOVA member, as evidenced by executing the GOVA Commitment Form (the “**Commitment Form**”), as more particularly described in **Exhibit A**, attached hereto and incorporated herein by this reference; and

WHEREAS, the Authority’s support of GOVA and the execution of the Commitment Form do not require any expenditures or appropriation of funds; and

WHEREAS, the Authority has determined that it is in the best interests of the Authority, the citizens of the County and the City, and the development of the County and the City for the Authority to execute and to deliver the Commitment Form.

NOW, THEREFORE, BE IT RESOLVED, that

1. The Authority hereby approves the Commitment Form as set forth in **Exhibit A** and as reviewed at this meeting, together with such amendments, deletions or additions thereto as may be approved by the Chairman or Vice Chairman of the Authority, either of whom may act independently of the other, and hereby authorizes the Chairman or Vice Chairman of the Authority, either of whom may act independently of the other, to execute and deliver the Commitment Form on behalf of the Authority, such execution of the Commitment Form by the Chairman and/or Vice Chairman, as the case may be, to conclusively establish his approval of any amendments, deletions or additions thereto.

Resolution No. 2019-10-15-5A

2. 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 the Commitment Form, or as they in their discretion deem necessary or appropriate in order to carry out the intent and purposes of these resolutions.

3. The Authority hereby approves, ratifies and confirms any and all actions previously taken by the Authority, its agents and representatives, in respect to the Commitment Form and the matters contemplated therein.

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

- # -

CERTIFICATE

I, the undersigned Secretary of the Danville-Pittsylvania Regional Industrial Facility Authority, hereby certify that the foregoing is a true, correct and complete copy of a Resolution duly adopted by a majority of the directors of the Danville-Pittsylvania Regional Industrial Facility Authority at a regular meeting duly called and held on October 15, 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 this 15th day of October 2019.

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

(SEAL)

Exhibit A

(Commitment Form)



VIRGINIA INITIATIVE FOR
**GROWTH &
OPPORTUNITY**
IN EACH REGION

GO Virginia Coalition Commitment Form

GO Virginia is a statewide grassroots campaign to mobilize business and community leaders, partners in education and government, and interested citizens to work for state policies that will help secure a future of expanding opportunity for all Virginians. **Bipartisan and business-led**, GO Virginia provides a regional framework for implementing other private sector-focused economic strategies, including Governor McAuliffe's *New Virginia Economy* plan, the General Assembly's *Top Jobs* legislation, the Virginia Chamber's *Blueprint Virginia*, and VBHEC's *Grow by Degrees* initiative.

Our Goals

- **To raise awareness** of Virginia's significant, new economic challenges and opportunities;
- **To mobilize business, education, and community leaders** in each part of Virginia to work collaboratively for economic development, job creation, and career readiness; and
- **To make Virginia's state government a strong and effective catalyst** for this strategic, job-focused regional collaboration through financial incentives, technical support, and other assistance.

Statement of Support

I stand with the Virginia Business Higher Education Council, the Council on Virginia's Future, and a bipartisan coalition of state business, civic, and education leaders in support of the GO Virginia initiative to help strengthen Virginia's economy in each region. The success and sustainability of Virginia's economic future depends on strong *private-sector* growth in each region, and I support state policies that encourage business, education, and local governments to work together to create jobs and achieve shared economic development goals. I believe state investments can help leverage private, local, and other investment to grow key industry sectors, encourage localities to cooperate rather than compete for new business investment, better align education and training programs with marketplace demand, and develop needed infrastructure to support economic growth.

By completing this form, I authorize GO Virginia to list myself or my organization, as indicated below, as a coalition member on the GO Virginia website at govirginia.org and in other written materials and to send me periodic updates via e-mail. Additionally, my organization will publicly support GO Virginia through one or more of the following:

- Participate in coalition-sponsored events such as roundtables, news events, etc.
- Actively participate in the legislative process via letters/e-mails or testimony at public meetings
- Share information about GO Virginia with our membership/colleagues or through various communication channels such as e-mail, Facebook and Twitter
- Lend our name to press statements and participate in media opportunities as appropriate
- Author/submit opinion pieces or letters-to-the-editor for publication in local newspapers

Yes, I agree to serve as a GO Virginia coalition member as an: **Individual** **Organization**

Signature: _____

Date:

Printed Name:

Title:

Organization:

Phone:

E-mail:

Address:

Please fill out and return to info@govirginia.org.

Danville-Pittsylvania Regional Industrial Facility Authority

Executive Summary

Agenda Item No.:	Item 5B
Meeting Date:	10/15/2019
Subject:	Resolution No. 2019-10-15-5B
From:	Matthew D. Rowe, Director of Economic Development, Pittsylvania County

SUMMARY

The Board will be asked to approve Resolution 2019-10-15-5B, ratifying a \$200.00 adjustment to the mowing services fee approved under Resolution 2019-09-09-5A for one-time mowing and clearing services related to the Authority's Southern Virginia Megasite at Berry Hill and Cane Creek Industrial Park..

ATTACHMENTS

Resolution 2019-10-15-5B

Resolution No. 2019-10-15-5B

A RESOLUTION RATIFYING A \$200.00 ADJUSTMENT TO THE MOWING SERVICES FEE APPROVED UNDER RESOLUTION NO. 2019-09-09-5A, FOR ONE-TIME MOWING AND CLEARING SERVICES RELATED TO THE AUTHORITY'S SOUTHERN VIRGINIA MEGASITE AT BERRY HILL LOCATED IN PITTSYLVANIA COUNTY AND THE CANE CREEK CENTRE INDUSTRIAL PARK PROJECT LOCATED IN PITTSYLVANIA COUNTY AND DANVILLE, VIRGINIA

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, pursuant to Resolution 2019-09-09-5A, the Authority ratified a one-time mowing and clearing services fee related to the Authority’s Southern Virginia Megasite at Berry Hill (“**SVM**”) located in Pittsylvania County and the Cane Creek Centre Industrial Park project (“**Cane Creek**”) located in Pittsylvania County and Danville, Virginia, for a fee of \$7,582.00, subject to adjustments, but not to exceed \$10,000.00; and

WHEREAS, the Authority determined that additional mowing services were required for certain portions of SVM, resulting in a \$200.00 fee increase (the “**Additional Fee**”); and

WHEREAS, the Authority’s Bylaws Article IV, Section 2, provides:

Without limiting the provisions of the [Agreement For Cost Sharing and Revenue Sharing between the City of Danville, Virginia, and Pittsylvania County, Virginia, dated October 2, 2001], each Member Locality, through its city manager, county administrator or respective designee, is authorized to incur, on behalf of the Authority, up to an aggregate amount of Ten Thousand Dollars (\$10,000.00) in reasonable expenses, related to, or arising out of, (i) developing or testing the Authority’s projects for a particular business prospect or (ii) marketing to a particular business prospect. Prior to incurring any such expense under this paragraph, the Member Locality shall consult with the other Member Locality on such business prospect. Such expenses shall be reported to the Board at its next regular meeting for consideration and ratification.

; and

WHEREAS, Kenneth F. Larking, the City of Danville, Virginia city manager, and David M. Smitherman, the Pittsylvania County, Virginia county administrator, have consulted with each other and engaged a contractor to provide mowing services at SVM and Cane Creek in order for the continued development and marketing of SVM and Cane Creek for particular business prospects; and

WHEREAS, Matthew D. Rowe, Director of Economic Development for Pittsylvania County, Virginia, has approved the Additional Fee; and

Resolution No. 2019-10-15-5B

WHEREAS, the fiscal agent of the Authority has determined that funding up to \$10,000.00 for the mowing services is within “General Contingency Fund”, a funding sheet under the budget previously approved by the Authority for these projects for this purpose; and

WHEREAS, the Board of Directors of the Authority has determined that the Additional Fee for the services is reasonable.

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

1. The Authority hereby finds that the Additional Fee for the mowing services is reasonable.
2. The Authority hereby approves, ratifies and confirms any and all actions previously taken by the Authority, its agents and representatives, in respect to the approval of the Additional Fee and the matters contemplated in this Resolution.
3. 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 October 15, 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 15th day of October 2019.

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

(SEAL)

Danville-Pittsylvania Regional Industrial Facility Authority

Executive Summary

Agenda Item No.:	Item 5C
Meeting Date:	10/15/2019
Subject:	Resolution No. 2019-10-15-5C
From:	Kenneth F. Larking, City Manager, City of Danville and David M. Smitherman, County Administrator, Pittsylvania County

SUMMARY

The Board will be asked to approve Resolution 2019-10-15-5C, authorizing the negotiation, execution and delivery of a Memorandum of Understanding for the installation of utility services and the provision of water and sewer services for the Authority's Southern Virginia Megasite at Berry Hill.

ATTACHMENTS

Resolution 2019-10-15-5C

Resolution No. 2019-10-15-5C

A RESOLUTION AUTHORIZING THE NEGOTIATION, EXECUTION AND DELIVERY OF A MEMORANDUM OF UNDERSTANDING – MEGASITE WITH THE AUTHORITY, THE COUNTY OF PITTSYLVANIA, VIRGINIA, THE CITY OF DANVILLE, VIRGINIA, AND THE PITTSYLVANIA COUNTY SERVICE AUTHORITY, FOR THE INSTALLATION OF UTILITY SERVICES AND THE PROVISION OF WATER AND SEWER SERVICES FOR THE AUTHORITY’S SOUTHERN VIRGINIA MEGASITE AT BERRY HILL, LOCATED IN PITTSYLVANIA COUNTY, VIRGINIA

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, in connection with the formation of the Authority, the City of Danville, Virginia (the “**City**”), and the County of Pittsylvania, Virginia (the “**County**”), entered into that certain Agreement for Cost Sharing and Revenue Sharing dated October 2, 2001, as amended (the “**Cost/Revenue Sharing Agreement**”). Under Paragraph 6.D of the Cost/Revenue Sharing Agreement, each of the City and the County "will be responsible for the cost of utility installation, separate from this [Cost/Revenue Sharing] Agreement, for industrial facilities within its service jurisdiction in accordance with its established policies and procedures and the cost for such utility extensions will not be used to compute any dissolution, described herein"; and

WHEREAS, the Authority’s Southern Virginia Megasite at Berry Hill (“**SVM**”) is located in the County and sits on the northern side of the state border between Virginia and North Carolina; and

WHEREAS, the Pittsylvania County Service Authority (“**PCSA**”), a political subdivision of the Commonwealth of Virginia, under the Virginia Water and Sewer Authorities Act, provides water and sewer service for all areas of the County, and contracts with the City to purchase bulk water to serve its customers, but does not own or operate water or sewer treatment facilities; however, although PCSA's service jurisdiction includes the SVM's location in the County, PCSA is not obligated to construct or otherwise to install water and sewer infrastructure; and

WHEREAS, PCSA and the City of Eden, a municipal corporation in Rockingham County, North Carolina (the “**City of Eden**”), entered into (i) that certain Agreement dated June 19, 2019 (the “**2019 Eden Water Agreement**”), under which the City of Eden will be PCSA's primary source, but not necessarily the sole source, of potable water for distribution by PCSA within SVM for the term thereunder; and (ii) that certain Agreement dated December 1, 2011 (the “**2011 Eden Wastewater Treatment Agreement**”), under which the City of Eden will be the sole source of wastewater treatment for PCSA's service to SVM; and

Resolution No. 2019-10-15-5C

WHEREAS, the Authority, the City and the County intend to outline, in reasonable detail, their respective mutual obligations regarding the provision of water and sewer services in SVM under a Memorandum of Understanding – Megasite (the “**MOU**”), with the those minimum business terms, as described below; and

WHEREAS, under the MOU, the City, at its expense, would, as project manager, assume the completion of the water and sewer infrastructure construction to serve SVM; pay or reimburse the County, RIFA and PCSA as described in the MOU for the project expenses incurred; and accept assignment of PCSA’s rights and obligations under the 2019 Eden Water Agreement and the 2011 Eden Wastewater Treatment Agreement on such terms and conditions as set forth in the MOU; and

WHEREAS, the Authority has reviewed and desires to execute and to enter into the MOU to facilitate the further development of SVM with water and sewer infrastructure; and

WHEREAS, the Authority has determined that it is in the best interests of the Authority, the citizens of the County and the City, and in furtherance of the development of the Authority’s SVM project, for the Authority to approve, to negotiate, to execute and to deliver the MOU, as applicable, consistent with this Resolution.

NOW, THEREFORE, BE IT RESOLVED, that

1. The Authority hereby authorizes and approves the negotiation, execution and delivery of the MOU, as applicable, as described in this Resolution, together with such amendments, deletions or additions thereto as may be approved by the Chairman or Vice Chairman of the Authority, either of whom may act independently of the other, and hereby authorizes the Chairman or Vice Chairman of the Authority, either of whom may act independently of the other, to execute and deliver the MOU on behalf of the Authority, such execution of the MOU, and related documents by the Chairman and/or Vice Chairman, as the case may be, to conclusively establish his approval of any amendments, deletions or additions thereto.

2. 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 the MOU, or as they in their discretion deem necessary or appropriate in order to carry out the intent and purposes of these resolutions.

3. The Authority hereby approves, ratifies and confirms any and all actions previously taken by the Authority, its agents and representatives, in respect to the MOU and the matters contemplated therein or related thereto on or before the date of this Resolution is adopted.

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

Resolution No. 2019-10-15-5C

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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 October 15, 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 this 15th day of October 2019.

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

(SEAL)

Danville-Pittsylvania Regional Industrial Facility Authority

Executive Summary

Agenda Item No.:	Item 5D
Meeting Date:	10/15/2019
Subject:	Resolution No. 2019-10-15-5D
From:	Brian K. Bradner, P.E., Vice President, Dewberry Engineers Inc.

SUMMARY

The Board will be asked to approve Resolution 2019-10-15-5D, approving Amendment No. 28, dated October 9, 2019, to contract dated February 9, 2009, with Dewberry Engineers Inc., to provide water and sewer infrastructure services to Lot 7 of the Authority's Southern Virginia Megasite at Berry Hill.

ATTACHMENTS

Resolution 2019-10-15-5D

Resolution No. 2019-10-15-5D

A RESOLUTION APPROVING AMENDMENT NO. 28, DATED OCTOBER 9, 2019, TO CONTRACT DATED FEBRUARY 9, 2009, WITH DEWBERRY ENGINEERS INC., A NEW YORK CORPORATION, PROFESSIONAL SERVICES RELATED TO THE MEGA PARK MASTER PLAN, TO PROVIDE WATER AND SEWER INFRASTRUCTURE SERVICES TO LOT 7 OF THE AUTHORITY’S SOUTHERN VIRGINIA MEGASITE AT BERRY HILL, LOCATED IN PITTSYLVANIA COUNTY, VIRGINIA, AT A LUMP SUM FEE OF \$614,040.00, TO BE FUNDED BY THE CITY OF DANVILLE, VIRGINIA AND POTENTIAL FUNDS FROM A TOBACCO REGION REVITALIZATION COMMISSION GRANT

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, in connection with Resolution No. 2019-10-15-5C, as part of the Authority’s Southern Virginia Megasite at Berry Hill (the “**SVM**”), the Authority’s contracted engineers, Dewberry Engineers Inc., a New York corporation (“**Dewberry**”), completed an update to the SVM’s water scope of work to include infrastructure requirements to provide water and sewer service to Lot 7 in the SVM; and

WHEREAS, Dewberry has presented that certain Amendment No. 28, dated October 9, 2019 (“**Amendment No. 28**”) to Contract dated February 9, 2009, 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 water and sewer infrastructure for Lot 7 in the SVM. Such work includes the following tasks:

Task 1	Design of Waterline Extension from Danville Supply and Sewer Extension
Task 2	Design of Waterline Extension from Eden Supply
Task 3	Geotechnical Investigation
Task 4	Evaluation of Route 863 Tank and Booster Station
Task 5	Permit Applications – USACE, DEQ, VDH, E&S
Task 6	Construction Administration Services (CONA)
Task 7	Part Time Inspection

; and

WHEREAS, under Amendment No. 28, the professional services by Dewberry are generally described as “**Revised Water and Sewer Scope of Work**” at a lump sum fee of \$614,040.00, to be funded in whole or in part by a Tobacco Region Revitalization Commission Grant, and funds from the City or its utilities division (“**Amendment No. 28 Funding**”); and

Resolution No. 2019-10-15-5D

WHEREAS, the Authority has hereby determined, in open session, that Amendment No. 28, in furtherance of the development of the SVM, serves the purpose of the Authority to enhance the economic base of the County and the City by developing, owning, and operating the SVM on a cooperative basis involving the County and City, and that it is in the best interests of the Authority and the citizens of the County and the City for the Authority to authorize, approve, execute and adopt in all respects Amendment No. 28.

NOW, THEREFORE, BE IT RESOLVED, 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. 28, together with such further amendments, deletions or additions to Amendment No. 28 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; however, Amendment No. 28 shall not be effective until and unless the Authority's Treasurer receives at least \$614,040.00 in Amendment No. 28 Funding.

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. 28, as may be approved by its Chairman or Vice Chairman (as the case may be), such execution by its Chairman or Vice Chairman (as the case may be) to conclusively establish his approval of such other documents.

3. The Authority hereby authorizes the application for a Tobacco Region Revitalization Commission Grant for Amendment No. 28 Funding.

4. 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. 28 or as they in their discretion deem necessary or appropriate in order to carry out the intent and purposes of this Resolution.

5. 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. 28 and the matters contemplated in this Resolution.

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

- # -

Resolution No. 2019-10-15-5D

CERTIFICATE

I, the undersigned Secretary of the Danville-Pittsylvania Regional Industrial Facility Authority, hereby certify that the foregoing is a true, correct and complete copy of a Resolution duly adopted by a majority of the directors of the Danville-Pittsylvania Regional Industrial Facility Authority at a meeting duly called and held on October 15, 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 this 15th day of October 2019.

(SEAL)

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

Resolution No. 2019-10-15-5D

Exhibit A

(Amendment No. 28)

October 9, 2019

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

**Re: Amendment #28 for Professional Services:
Southern Virginia (SoVA) Megasite at Berry Hill (Berry Hill)
Revised Water and Sewer Scope of Work**

Dear Mr. Shanks:

Dewberry Engineers Inc. (Dewberry) is pleased to present herein our amendment for additional professional services required for proposed changes to the existing water and sewer projects currently under construction. The changes are necessary to provide water and sewer service to Project 500 located on Lot 7 and as depicted on Exhibit A, attached. These revisions are being funded by Danville Utilities and funds from TICR Grant #3011.

The revised water scope of work will include new water infrastructure generally routed along the Megasite border and the Williams Gas easement as shown on Exhibit A. The proposed 20" low pressure line (Eden supply) will be designed but not constructed until required to meet Project 500 or other customer needs within Berry Hill. Only a geotechnical investigation of the planned 0.75 MG and 2 MG tanks and booster station will be completed at this time. Design and construction of these appurtenances may be added in the future if necessary. Project 500 will be responsible for design and construction of any onsite (Lot 7) water infrastructure necessary to meet their specific fire protection requirements. To evaluate effective delivery of water service to Project 500 and surrounding residential areas, Dewberry will evaluate the existing Route 863 tank and booster station for current condition, upgrade requirements, and recommendations to phase improvements to serve projected demands. The existing water construction contract with C.W. Cauley & Son, Inc. will be amended to include the revised scope of work. Construction costs from TICR Grant #3011 associated with the proposed 20" waterline extension along Berry Hill Road from the southern end of Berry Hill to Oak Hill Road will be reallocated toward the revised scope of work.

The revised sewer scope of work will include a new small diameter sewer forcemain to serve Project 500. This forcemain will be extended along Trotters Creek and the Williams Gas easement to Lot 7. Project 500 will be responsible for design and construction of the onsite sewer pump station. The existing sewer construction contract with Haymes Brothers, Inc., will be amended to include the revised scope of work.

SCOPE OF SERVICES

1. Design of Waterline Extension from Danville Supply and Sewer Extension Water

- 1.1. Contract Drawings: A final set of construction drawings for the revised scope will be developed.
 - 1.1.1. Redesign and repackaging contract documents to include approximately 3.75 miles of 16" high pressure waterline from the intersection of the northeastern Megasite boundary and

Berry Hill Road, north along the Megasite property boundary to Judy Byrd Mountain, and southwest along the Williams Gas easement to Lot 7.

- 1.1.2. Design for allowance of 12 ft. wide permanent access along the Williams Gas easement and the property limits of Berry Hill without depending on developed parcels for access.
- 1.1.3. Project 500 will be responsible for design and construction of onsite fire protection storage and distribution.
- 1.2. Technical Specifications: Specifications will be amended as necessary to account for specific site conditions related to the 16" high pressure waterline.
- 1.3. A comprehensive change order will be issued to incorporate this work into the current contract with C.W. Cauley & Son, Inc.

Sewer

- 1.4. Contract Drawings: A final set of construction drawings for the revised scope will be developed.
 - 1.4.1. Approximately 1.6 miles of 16" forcemain along Berry Hill Road is included in the current contract documents and can be constructed immediately without additional design.
 - 1.4.2. Approximately 1.6 miles of forcemain from Lot 7 to the Williams Gas easement and south along Trotters Creek will be designed and repackaged as a separate phase of work.
 - 1.4.3. Project 500 will be responsible for design and construction of a new onsite pump station to connect to the proposed forcemain.
- 1.5. Technical Specifications: Specifications will be amended as necessary to account for specific site conditions related to the additional forcemain.
- 1.6. A comprehensive change order will be issued to incorporate this work into the current contract with Haymes Brothers, Inc.

2. Design of Waterline Extension from Eden Supply

- 2.1. Prepare construction drawings for approximately 0.6 miles of 20" low pressure waterline and 1.1 miles of 16" high pressure waterline.
 - 2.1.1. Design plan and profile with required details and notes necessary to construct the proposed waterline.
 - 2.1.2. Design for allowance of 12 ft. wide permanent access along the easement.
- 2.2. Technical Specifications: Prepare contract documents and specifications for future bidding of this project.

3. Geotechnical Investigation

- 3.1. Dewberry will subcontract Froehling and Robertson, Inc. (F&R) to perform geotechnical investigations of the two (2) tank sites.
- 3.2. Obtain up to eight (8) geotechnical bores at the Judy Byrd Tank site and up to four (4) geotechnical bores at the proposed Eden Supply Tank site on Lot 7.
- 3.3. If these locations are not accessible by track mounted drill rig, F&R will provide tree clearing services for access.
- 3.4. Obtain one proctor test from each tank site.
- 3.5. Perform laboratory testing and provide a written reports for each site summarizing the investigation with design recommendations.

4. Evaluation of Route 863 Tank and Booster Station

- 4.1. Provide information regarding current condition and history of the Route 863 tank and booster station.
- 4.2. Evaluate existing pressure conditions provided by the Brosville tank to the service area, and impacts expected when transferring service over to the 863 tank.
- 4.3. Evaluate short term options to provide reliable pressure and water quality to residential users and Berry Hill.
- 4.4. Provide a recommendation for upgrade to the 1990 Route 863 booster station and tank.
- 4.5. Provide recommended control logic for long term service to Berry Hill and surrounding residential areas when the Judy Byrd Tank is constructed and there is increased demand and Berry Hill.
- 4.6. Present findings and recommendations in a memorandum to for consideration of additional design needs.

5. Plan Review and Approvals

Water

- 5.1. Approval under the Virginia DEQ Virginia Stormwater Management Program (VSMP) will be required for Tasks 1 & 2. Dewberry will submit plans and associated calculations to DEQ for review and approval. Comments will be addressed with up to two resubmissions anticipated. Fee (paid by others) for this permit is based on total acreage of disturbance.
- 5.2. Submit plans to Pittsylvania County for Erosion and Sediment Control review. Minor comments are anticipated.
- 5.3. Submit plans to Danville Utilities for review. Minor comments are anticipated.
- 5.4. A Waterworks Construction Permit through VDH will be required prior to start of construction.
- 5.5. Nationwide 12 permit for wetland and stream impacts through USACE will be required for any wetland and stream impacts. The section of waterline along the Williams Gas easement between Oak Hill Road and Judy Byrd Mountain has been permitted; the remainder of the waterline scope from Task 1 & 2 has not been permitted.
 - 5.5.1. Significant coordination is expected as a part of this permitting process, including site visits and meetings at the Roanoke field office.
 - 5.5.2. Amendment to the existing USACE permit for Berry Hill will be issued. Additional administrative efforts will be required for this amendment to the comprehensive Berry Hill permit.

Sewer

- 5.6. Approval under the Virginia DEQ Virginia Stormwater Management Program (VSMP) will be required for Tasks 1 & 2. Dewberry will submit plans and associated calculations to DEQ for review and approval. Comments will be addressed with up to two resubmissions anticipated. Fee (paid by others) for this permit is based on total acreage of disturbance.
- 5.7. Submit plans to Pittsylvania County for Erosion and Sediment Control review. Minor comments are anticipated.
- 5.8. Submit plans to Danville Utilities for review. Minor comments are anticipated.
- 5.9. A DEQ Certificate to Construct will be obtained prior to construction and a Certificate to Operate upon completion.
- 5.10. Nationwide 12 permit for wetland and stream impacts through USACE will be required for any wetland and stream impacts. The section of forcemain along the north side of the Williams Gas easement has not been permitted. The sewer section along Trotters Creek has been permitted.

- 5.10.1. Significant coordination is expected as a part of this permitting process, including site visits and meetings at the Roanoke field office.
- 5.10.2. Amendment to the existing USACE permit for Berry Hill will be issued. Additional administrative efforts will be required for this amendment to the comprehensive Berry Hill permit.

6. Construction Administration Services (CONA)

- 6.1. General – Construction for this work is expected to take an additional 12 months to complete.
- 6.2. Dewberry proposes to provide related CONA services for the water and sewer projects including the following:
 - 6.2.1. Distribution of Contract Documents
 - 6.2.2. Contractor Clarifications
 - 6.2.3. Assist in Reviewing Contractor Price Proposals and Executing Comprehensive Change Orders
 - 6.2.4. Attend Pre-Construction Meeting
 - 6.2.5. Monthly Progress Meetings (24 total – 12 for each project)
 - 6.2.6. Review Shop Drawings
 - 6.2.7. Review Monthly Pay Requests
 - 6.2.8. Issue Change Orders
 - 6.2.9. Prepare Record Documents
 - 6.2.10. Issue Final Completion Certification

7. Part Time Inspection

- 7.1. Part time inspection will be provided on an hourly basis per our standard hourly rate schedule.

CLARIFICATIONS

- 1. Construction administration services are considered for 12 months of construction.
- 2. Water modeling associated with water age and capability of the existing City of Danville system to serve Project 500 will be performed by the City of Danville.
- 3. Recommendations to improve the Route 863 tank and booster station to serve the Megasite demands will be provided only. Additional improvements within the existing City of Danville water system are not included in the scope of services. No design services are included in this proposal for upgrades to the Route 863 tank and booster station.
- 4. All permit fees will be paid directly by others. The fee included in this proposal is for Dewberry to prepare and submit the applications, as well as coordinate with the agencies and edit plans and specifications as required.
- 5. For the purpose of this proposal it is assumed payment into wetland mitigation banks, archeological investigation, structural analyses, and/or special environmental or species surveys will not be required.
- 6. Full time inspection will be provided by others.

FEE

Paragraph	Description	Fee	Basis of Fee
1	Design of Waterline Extension from Danville Supply and Sewer Extension	\$ 317,200	Lump Sum
2	Design of Waterline Extension from Eden Supply	\$144,100	Lump Sum
3	Geotechnical Investigation	\$ 13,800	Lump Sum
4	Evaluation of Route 863 Tank and Booster Station	\$ 7,240	Lump Sum
5	Permit Applications – USACE, DEQ, VDH, E&S	\$ 45,000	Lump Sum
6	Construction Administration Services (CONA)	\$ 76,300	Lump Sum
7	Part Time Inspection	\$ 10,400	Hourly
	TOTAL FEE	\$ 614,040	

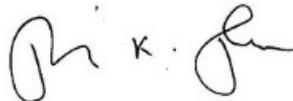
Except as amended in this proposal, all other terms, provisions, and conditions of our current Agreement for Professional Services to develop the Berry Hill property, dated February 9, 2009 shall remain in full force and effect, and the parties ratify and confirm that the Agreement for Professional Services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

Sincerely,



R. Scott Ehrhardt, PE
 Senior Associate | Project Manager



Brian K. Bradner, PE
 Vice President | Branch Manager

\\GREENSPRINGS\Projects\50018376\Adm\Contract\Amendment 25 Proj 500 Water and SS\2019.10.03 - Amendment 28 Berry Hill Project 500 Water+Sewer.docx

Attachment: Exhibit A – Water & Sewer Map – Project 500

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

 Print (Type) Individual, Firm, or Corporate Name

 Signature of Authorized Representative Date

 Print (Type) Name of Authorized Representative and Title



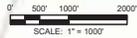
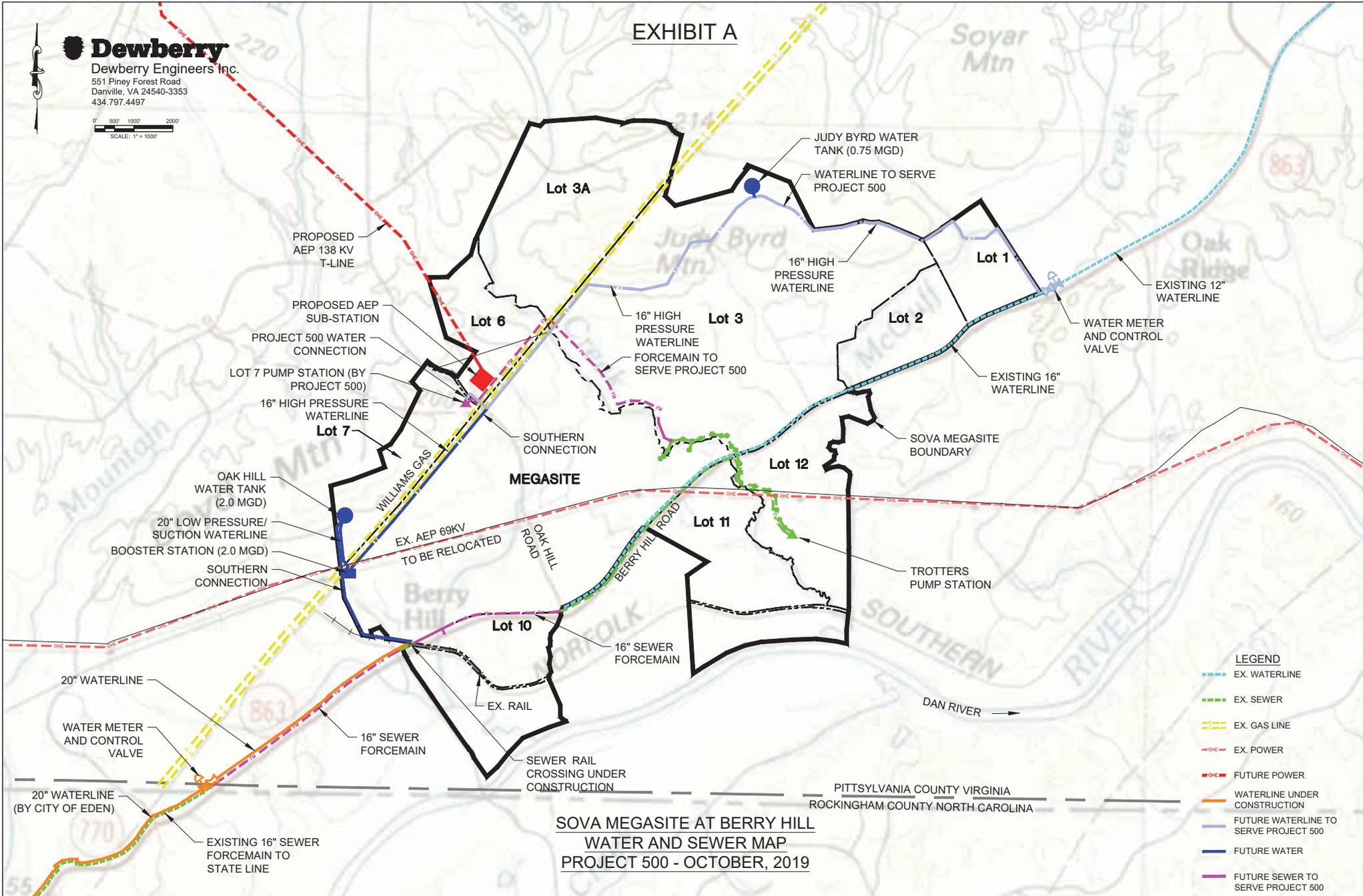


EXHIBIT A



LEGEND

- EX. WATERLINE
- EX. SEWER
- EX. GAS LINE
- EX. POWER
- FUTURE POWER
- WATERLINE UNDER CONSTRUCTION
- FUTURE WATERLINE TO SERVE PROJECT 500
- FUTURE WATER
- FUTURE SEWER TO SERVE PROJECT 500

**SOVA MEGASITE AT BERRY HILL
 WATER AND SEWER MAP
 PROJECT 500 - OCTOBER, 2019**

PITTSYLVANIA COUNTY VIRGINIA
 ROCKINGHAM COUNTY NORTH CAROLINA

Danville-Pittsylvania Regional Industrial Facility Authority

Executive Summary

Agenda Item No.:

Meeting Date: October 15, 2019

Subject: Financial Status Reports – September 30, 2019

From: Michael L. Adkins, Authority Treasurer

SUMMARY

A review of the financial status reports through September 30, 2019 will be provided at the meeting. The financial status reports as of September 30, 2019 are attached for the DPRIFA Board's review.

RECOMMENDATION

Staff recommends approving the financial status reports as of September 30, 2019 as presented.

ATTACHMENTS

Financial Status Reports

Financial Status

Table of Contents

- A. \$7.3 Million Bonds - Cane Creek Centre
- B. General Expenditures for FY2020
- 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 ⁷

As of September 30, 2019

	<u>Funding</u>	<u>Budget / Contract</u> <u>Amount</u>	<u>Expenditures</u>	<u>Encumbered</u>	<u>Unexpended /</u> <u>Unencumbered</u>
Funding					
Funds from bond issuance	\$7,300,000.00				
Issuance cost	(155,401.33)				
Refunding cost ⁷	(52,500.00)				
Bank fees	(98.25)				
Interest earned to date	486,581.70				
Cane Creek Parkway ³		\$3,804,576.00	\$3,724,241.16	\$ -	
Swedwood Drive ²		69,414.00	69,414.00	-	
Cane Creek Centre entrance ³		72,335.00	53,878.70	-	
Financial Advisory Services		9,900.00	9,900.00	-	
Dewberry contracts ¹		69,582.50	69,582.50	-	
Dewberry contracts not paid by 1.7 grant ^{4,5}		71,881.00	39,741.62	32,139.38	
Land		-	2,792,945.57	-	
Demolition services		71,261.62	71,261.62	-	
Legal fees		-	194,059.83	-	
CCC - Lots 3 & 9 project - RIFA Local Share ⁶		142,190.00	112,464.98	-	
Other expenditures		-	345,194.30	-	
Total	\$ 7,578,582.12	\$ 4,311,140.12	\$ 7,482,684.28	\$ 32,139.38	<u>\$ 63,758.46</u>

Notes:

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

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

³ Project completed under budget

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

⁵ 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.

⁶ 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.

⁷ This line item represents the amount of expenditures on the "CCC - Lots 3 & 9" budget sheet that is covered by bond funds. RIFA's local share of 5% of these project costs is being covered by these bond funds. Project finished under original budget.

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

Road Summary-Cane Creek Parkway:

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

Funding Summary - Cane Creek Parkway

VDOT	\$ 1,467,340.00
Bonds	3,804,576.00
	\$ 5,271,916.00

Danville-Pittsylvania Regional Industrial Facility Authority

General Expenditures for Fiscal Year 2020

As of September 30, 2019

	<u>Funding</u>	<u>Budget</u>	<u>Expenditures</u>	<u>Encumbered</u>	<u>Unexpended / Unencumbered</u>
Funding					
City Contribution	\$ 25,000.00				
County Contribution	25,000.00				
Carryforward from FY2019	4,434.23				
Transfer from Unrestricted Fund Balance	200,000.00				
Contingency					
Miscellaneous contingency items		\$ 24,154.23		\$ -	\$ 24,154.23
				\$	-
Total Contingency Budget		<u>24,154.23</u>	<u>-</u>	<u>-</u>	<u>24,154.23</u>
Legal		200,000.00	12,318.00	-	187,682.00
Accounting		22,175.00		-	22,175.00
Annual Bank Fees		605.00		-	605.00
Postage & Shipping		100.00		-	100.00
Meals		4,000.00	554.08	-	3,445.92
Utilities		400.00	30.70	-	369.30
Insurance		3,000.00	2,337.00	-	663.00
Total		<u>\$ 254,434.23</u>	<u>\$ 15,239.78</u>	<u>\$ -</u>	<u>\$ 239,194.45</u>

Danville-Pittsylvania Regional Industrial Facility Authority
Southern Virginia Megasite at Berry Hill - Funding Other than Bond Funds
As of September 30, 2019

Funding	Funding	Budget / Contract Amount	Expenditures	Encumbered	Unexpended / Unencumbered
City contribution	\$ 134,482.50				
County contribution	134,482.50				
City advance for Klutz, Canter, & Shoffner property ^{1,4}	10,340,983.83				
Tobacco Commission FY09 SSED Allocation	3,370,726.00				
Tobacco Commission FY10 SSED Allocation - Engineering Portion	407,725.00				
Tobacco Comm. FY10 SSED Allocation - Eng. Portion Deobligated	(244,797.00)				
Local Match for TIC FY10 SSED Allocation - Engineering Portion ⁵	76,067.61				
Additional funds allocated by RIFA Board on 1/14/2013 ⁶	11,854.39				
TIC #2264 - Phase II Land and Engineering	3,200,000.00				
Land					
Klutz property		\$ 8,394,553.50	\$ 8,394,553.50	\$ -	
Canter property ²		1,200,000.00	1,200,000.00	-	
Adams property		37,308.00	37,308.00	-	
Carter property		5,843.00	5,843.00	-	
Jane Hairston property		1,384,961.08	1,384,961.08	-	
Bill Hairston property		201,148.00	201,148.00	-	
Shoffner Property		1,872,896.25	1,872,896.25	-	
401 Buford Road		246,082.96	246,082.96	-	
Off State Road 1055		180,200.00		180,200.00	
Other					
Dewberry & Davis		28,965.00	28,965.00	-	
Dewberry & Davis ³		990,850.00	987,879.29	2,970.71	
Consulting Services - McCallum Sweeney ⁷		115,000.00	103,796.85	-	
Dewberry Engineers (related to #2264)		784,500.00	4,500.00	780,000.00	
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 ⁸		-	11,203.15	-	
Total	\$ 17,431,524.83	\$ 17,097,307.79	\$ 14,659,137.08	\$ 2,438,170.71	\$ 334,217.04

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

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

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

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

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

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

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

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

Danville-Pittsylvania Regional Industrial Facility Authority
Southern Virginia Megasite at Berry Hill - Lot 4 Site Development
As of September 30, 2019

	<u>Funding</u>	<u>Budget / Contract Amount</u>	<u>Expenditures</u>	<u>Encumbered</u>	<u>Unexpended / Unencumbered</u>
Funding					
Tobacco Commission FY12 Megasite Allocation	\$ 6,208,153.00				
Local Match for TIC FY12 Megasite Allocation - County Portion ¹	750,000.00				
Local Match for TIC FY12 Megasite Allocation - City Portion ¹	750,000.00				
Local Match for TIC FY12 Megasite Allocation - RIFA Portion ²	181,000.00				
Transfer in from "Mega Park - Funding Other than Bond Funds" Budget ³	11,203.15				
Expenditures					
Dewberry Engineers Inc.		1,707,562.81	1,581,512.81	126,050.00	
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		11,160.00	11,160.00	-	
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		1,578,000.00	-	1,578,000.00	
Transfers to "General Expenditures Fiscal Year 2015" Contingency ³					
Dewberry Engineers Inc.		(108,603.35)	(108,603.35)	-	
Jones Lang LaSalle - Market Analysis Study		(95,000.00)	(95,000.00)	-	
Jones Lang LaSalle - Economic Analysis		(12,000.00)	(12,000.00)	-	
Total	\$ 7,900,356.15	\$ 7,696,430.21	\$ 5,985,056.31	\$ 1,711,373.90	\$ <u>203,925.94</u>

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

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

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

Danville-Pittsylvania Regional Industrial Facility Authority

Southern Virginia Megasite at Berry Hill - Lot 8 Site Development

As of September 30, 2019

	<u>Funding</u>	<u>Budget / Contract</u> <u>Amount</u>	<u>Expenditures</u>	<u>Encumbered</u>	<u>Unexpended /</u> <u>Unencumbered</u>
Funding					
<i>TIC #3358 Site Improvements for Project Lignum</i>					
Tobacco Commission Grant	\$ 2,624,800.00				
Expenditures					
Dewberry Engineers Inc.		89,300.00	82,800.00	6,500.00	
Total	<u>\$ 2,624,800.00</u>	<u>\$ 89,300.00</u>	<u>\$ 82,800.00</u>	<u>\$ 6,500.00</u>	<u><u>\$ 2,535,500.00</u></u>

Danville-Pittsylvania Regional Industrial Facility Authority

Southern Virginia Megasite at Berry Hill - Water & Sewer

As of September 30, 2019

	<u>Funding</u>	<u>Budget / Contract Amount</u>	<u>Expenditures</u>	<u>Encumbered</u>	<u>Unexpended / Unencumbered</u>
Funding					
TIC #2641 Phase I Sanitary Sewer					
Tobacco Commission Grant 2641	\$ 4,908,240.00				
Local Match for Contractual Services	282,400.00				
Local Match for Property & Improvements	262,960.00				
TIC #3011 Water System Improvements Phase II					
Tobacco Commission Grant 3011	2,241,567.00				
Local Match for Property & Improvements	124,160.00				
Expenditures					
Dewberry Engineers Inc.		398,284.00	202,794.32	195,489.68	
Haymes Brothers, Inc. - Phase I Sanitary Sewer Project		4,883,720.10	3,759,801.66	1,123,918.44	
C.W. Cauley & Son - Phase 1 Water Project		1,843,540.00	250,738.25	1,592,801.75	
Norfolk Southern Railway Company		22,300.00	22,300.00	-	
Pittsylvania County Service Authority		1,475.00	1,475.00	-	
Treasurer of Virginia		7,900.00	7,900.00	-	
AECOM		5,000.00	5,000.00	-	
BH Media Group, Inc.		296.00	296.00	-	
Danville Register & Bee		600.00	600.00	-	
Total	\$ 7,819,327.00	\$ 7,163,115.10	\$ 4,250,905.23	\$ 2,912,209.87	\$ <u>656,211.90</u>

Danville-Pittsylvania Regional Industrial Facility Authority
Rent, Interest, and Other Income Realized for Fiscal Year 2020
As of September 30, 2019

<i>Source of Funds</i>	<u>Funding</u>			<u>Expenditures</u> <u>FY2020</u>	<u>Unexpended /</u> <u>Unencumbered</u>
	<u>Carryforward</u> <u>from FY2019</u>	<u>Receipts</u> <u>Current</u> <u>Month</u>	<u>Receipts</u> <u>FY2020</u>		
<u>Carryforward</u>	\$ 726,050.44				
<u>Current Lessees</u>					
Institute for Advanced Learning and Research (IALR) ¹		\$ 25,412.50	\$ 76,237.50		
Capital Outdoor, Inc.			2,000.00		
<i>Total Rent</i>		\$ 25,412.50	\$ 78,237.50		
<u>Interest Received</u> ²		\$ 442.16	\$ 884.07		
<u>Miscellaneous Income</u>		\$ 630,000.00	\$ 630,362.50		
Expenditures					
Hawkins Research Bldg. Property Mgmt. Fee				\$ 50,825.00	
Transfer to General Expenditures budget				\$ 200,000.00	
Disbursements for Gerfertec incentives				\$ 25,376.00	
Totals	<u>\$ 726,050.44</u>	<u>\$ 655,854.66</u>	<u>\$ 709,484.07</u>	<u>\$ 276,201.00</u>	<u>\$ 1,159,333.51</u>
				Restricted ¹	\$ 339,107.56
				Unrestricted	\$ 190,225.95
				Committed	\$ 630,000.00

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

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

Danville-Pittsylvania Regional Industrial Facility Authority
Statement of Net Position^{1, 2}
September 30, 2019*

	Unaudited FY 2020
Assets	
<i>Current assets</i>	
Cash - checking	\$ 1,337,553
Cash - money market	801,376
<i>Total current assets</i>	2,138,929
<i>Noncurrent assets</i>	
Restricted cash - project fund CCC bonds	102,398
Restricted cash - debt service fund CCC bonds	505,200
Restricted cash - debt service fund Berry Hill bonds	31
Restricted cash - debt service reserve fund Berry Hill bonds	56,707
Capital assets not being depreciated	23,832,535
Capital assets being depreciated, net	22,505,505
Construction in progress	14,628,421
<i>Total noncurrent assets</i>	61,630,797
Total assets	63,769,726
Liabilities	
<i>Current liabilities</i>	
Bonds payable - current portion	870,000
<i>Total current liabilities</i>	870,000
<i>Noncurrent liabilities</i>	
Bonds payable - less current portion	1,674,740
<i>Total noncurrent liabilities</i>	1,674,740
Total liabilities	2,544,740
Net Position	
Net investment in capital assets	58,524,119
Restricted - debt reserves	561,938
Unrestricted	2,138,929
Total net position	\$ 61,224,986

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

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

*Please note these statements are for the period ended September 30, 2019 as of September 30, 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
*September 30, 2019**

	Unaudited FY 2020
Operating revenues	
Rental income	79,712
Other Income	630,779
Total operating revenues	710,491
Operating expenses⁴	
Mega Park expenses ³	445,469
Cane Creek Centre expenses ³	7,061
Cyber Park expenses ³	71,753
Professional fees	6,058
Other operating expenses	3,084
Total operating expenses	533,425
Operating income (loss)	177,066
Non-operating revenues (expenses)	
Interest income	4,632
Interest expense	(7,323)
Total non-operating expenses, net	(2,691)
Net income (loss) before capital contributions	174,375
Capital contributions	
Contribution - City of Danville	277,260
Contribution - Pittsylvania County	377,260
Total capital contributions	654,520
Change in net position	828,895
Net position at July 1, 2019	60,396,091
Net position at September 30, 2019	\$ 61,224,986

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

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

Danville-Pittsylvania Regional Industrial Facility Authority
Statement of Cash Flows
*September 30, 2019**

	Unaudited FY 2020
Operating activities	
Receipts from leases	\$ 76,237
Other receipts	630,362
Payments to suppliers for goods and services	(725,912)
Net cash used by operating activities	(19,313)
Capital and related financing activities	
Capital contributions	654,520
Interest paid on bonds	(26,302)
Principal repayments on bonds	(925,000)
Net cash provided by capital and related financing activities	(296,782)
Investing activities	
Interest received	4,632
Net cash provided by investing activities	4,632
Net increase (decrease) in cash and cash equivalents	(311,463)
Cash and cash equivalents - beginning of year (including restricted cash)	3,114,728
Cash and cash equivalents - through September 30, 2019 (including restricted cash)	\$ 2,803,265
Reconciliation of operating loss before capital contributions to net cash used by operating activities:	
Operating income (loss)	\$ 177,066
Changes in assets and liabilities:	
Change in prepaids	254
Change in accounts payable	(192,741)
Change in unearned income	(3,892)
Net cash used by operating activities	\$ (19,313)

Components of cash and cash equivalents at September 30, 2019:

American National - Checking	\$ 1,337,553
American National - General money market	801,376
Wells Fargo - \$7.3M Bonds CCC Debt service fund	505,200
Wells Fargo - \$7.3M Bonds CCC Project fund	102,398
US Bank - \$11.25M Bonds Berry Hill Debt service fund	31
US Bank - \$11.25M Bonds Berry Hill Debt service reserve fund	56,707
	\$ 2,803,265