

Danville-Pittsylvania Regional Industrial Facility Authority

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

AGENDA

July 13, 2020

12:00 P.M.

**Institute for Advanced Learning and Research
150 Slayton Avenue, Room 207
Danville, Virginia**

County of Pittsylvania Members

**Robert W. Warren, Chairman
Ronald S. Searce
Vic Ingram, Alternate**

City of Danville Members

**Sherman M. Saunders
J. Lee Vogler, Jr.,**

Staff

**Ken F. 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 AND CONFIRMATION OF MEETING LOGISTICS

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 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 the public and the Authority.]*

4. APPROVAL OF MINUTES OF THE JUNE 8, 2020 MEETING

5. NEW BUSINESS

- A. Election to fill vacancy of Vice Chairman from Danville City Member Locality (see Bylaws, Article V, paragraph 3; and Article VI, paragraph 2) – Michael C. Guanzon, Esq., Christian & Barton, LLP, Legal Counsel to the Authority
- B. Consideration of Resolution No. 2020-07-13-5B, authorizing the issuance of a request for proposal (RFP) for sign design and construction for the Authority's Southern Virginia Megasite at Berry Hill, located in Pittsylvania County, Virginia – Brian K. Bradner, P.E., Vice President/Shawn R. Harden, P.E., Senior Associate, Dewberry Engineers Inc.
- C. Consideration of Resolution No. 2020-07-13-5C, authorizing the Authority to apply for the repurposing of funds from Virginia Tobacco Region Revitalization Commission Grant No. 3358 to grade and to develop certain outparcels of the Authority's Southern Virginia Megasite at Berry Hill project – Matthew D. Rowe, Director of Economic Development, Pittsylvania County, and Mr. Bradner/Mr. Harden
- D. Consideration of Resolution No. 2020-07-13-5D, authorizing a letter of support for Pittsylvania County's application to the Virginia Tobacco Revitalization Commission for a grant to facilitate the relocation of the existing kV transmission line in the Authority's Southern Virginia Megasite at Berry Hill project, located in Pittsylvania County, Virginia – Mr. Rowe
- E. Consideration of Resolution No. 2020-07-13-5E, approving the building plans for the proposed Center for Manufacturing Advancement on Lot 12B (part of PIN 76441), two-story, 51,022 square foot manufacturing building, in the Authority's Cyber Park project located in Danville, Virginia - Kenneth C. Gillie Jr., Director of Community Development/Zoning Administrator, City of Danville *[no written resolution]*
- F. Financial Status Reports as of June 30, 2020 – Michael L. Adkins, CPA, Treasurer of the Authority, and Henrietta Weaver, CPA, City of Danville, Virginia *[via Conference Line: +1 (646) 558-8656 and Meeting ID: 971 3165 3144]*

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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. The Conference Line will be disconnected or muted during the closed session.]

- 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; and
- 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; and
- D. As permitted by Virginia Code § 2.2-3711(A)(8) for consultation with Mr. Guanzon regarding specific legal matters requiring the provision of legal advice by Mr. Guanzon.

RETURN TO OPEN SESSION

- E. Reinstatement/Unmuting of Conference Line.
- F. Confirmation of Motion and Vote to Reconvene in Open Meeting.
- G. Motion to Certify Closed Meeting.

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7. COMMUNICATIONS FROM:

A. Authority Board Members

- Appointments to *Ad Hoc* Committee re reviewing RFP's for legal services and setting candidate interviews – Chairman Robert W. Warren

B. Staff

8. ADJOURN

Danville-Pittsylvania Regional Industrial Facility Authority

Executive Summary

Agenda Item No.:	Item 4
Meeting Date:	07/13/2020
Subject:	Meeting Minutes
From:	Susan M. DeMasi, Authority Secretary

SUMMARY

Attached for the Board's approval are the Meeting Minutes from the Tuesday, June 8, 2020 Meeting.

ATTACHMENTS

Meeting Minutes – 06-08-2020

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A 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 Avenue, Room 207, Danville, Virginia. Present were City of Danville Members Vice Chairman Fred O. Shanks, III, Sherman M. Saunders and Alternate J. Lee Vogler. Pittsylvania County Members present were Chairman Robert W. Warren, Ronald S. Searce, and Alternate Vic Ingram.

City/County staff members attending were: Deputy City Manager Earl Reynolds, County Administrator David Smitherman, City of Danville Interim Director of Economic Development Corrie Bobe, Pittsylvania County Director of Economic Development Matt Rowe, Christian & Barton Attorney Michael C. Guanzon, and Secretary to the Authority Susan DeMasi. Also present was Shawn Harden from Dewberry and Danville City Council Member Madison Whittle. *Director of Finance Michael Adkins and City of Danville Accountant Henrietta Weaver attended the meeting electronically.*

Chairman Robert W. Warren presided.

CONFIRMATION OF MEETING LOGISTICS

Legal Counsel to the Authority Michael Guanzon stated, because of the COVID plan the Board instituted, as a reminder, there were assigned seats; to keep distancing please stay at your seats unless leaving the room. When RIFA does have Closed Session, the press could wait in the lobby because the other parts of the Institute are closed to the public, and staff will call them back. Under the Governor's order about wearing masks in public buildings, RIFA takes the position that because this meeting was not for public services, people are not coming to the meeting to obtain services, that the mask requirement does not apply to RIFA.

PUBLIC COMMENT PERIOD

No one present desired to be heard.

APPROVAL OF MINUTES OF THE MAY 11, 2020 MEETING

Upon **Motion** by Mr. Saunders and **second** by Mr. Searce, Minutes of the May 11, 2020 Meeting were approved as presented. Draft copies had been distributed to Authority Members prior to the Meeting.

NEW BUSINESS

5A. CONSIDERATION OF RESOLUTION NO. 2020-06-08-5A RATIFYING THE SECOND AMENDMENT TO CONTRACT OF SALE WITH REALTYLINK

Pittsylvania County Director of Economic Development Matt Rowe explained this item was regarding Aerofarms, to ratify the extension which had already been signed by the Chairman. The due diligence period goes to July 31st and the closing will be by the end of September.

Mr. Shanks **moved** for adoption of *Resolution No. 2020-06-08-5A, ratifying that certain Second Amendment to Contract of Sale dated May 21, 2020, between the Authority and RealtyLink Investments, LLC, a South Carolina limited liability company, pursuant to Resolution Nos. 2019-09-09-5E, 2019-11-12-5A, 2019-12-09-5B, and 2020-05-11-5F, for*

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Lots 3A and 3B in the Authority's Cane Creek Centre Industrial Park Project, located in Pittsylvania County, Virginia, to extend contractual deadlines to facilitate purchaser to proceed to closing.

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)

5B. CONSIDERATION OF RESOLUTION NO. 2020-06-08-5B RATIFYING SURVEYING AND SUBDIVISION PLAT SERVICES BY DEWBERRY

Mr. Rowe noted this item also regarded Aerofarms; there was a title objection and at the last meeting, Mr. Shanks came up with the suggestion of trying to turn the cemetery lot into its own lot of record, and doing a boundary line adjustment. Staff has taken that to RealtyLink, their legal counsel signed off on it, staff also showed it to the County Subdivision agent, and it meets the County's subdivision ordinance. Dewberry has finalized the plats and they will go to the subdivision agent with VDOT and the Department of Health over the next ten days for approval. Mr. Guanzon noted this was a ratification done pursuant to the bylaws; it had both the City Manager and County Administrator's approval.

Mr. Searce **moved** for adoption of *Resolution No. 2020-06-08-5B, ratifying one-time surveying and subdivision plat services performed by Dewberry Engineers Inc., a New York corporation, for Lot 3 of the Authority's Cane Creek Centre Industrial Park Project, located in Pittsylvania County, Virginia, for a fee of \$2,500.*

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)

5C. CONSIDERATION OF RESOLUTION NO. 2020-06-08-5C AUTHORIZING NEGOTIATION, EXECUTION AND DELIVERY OF A DEED OF DEDICATION FOR LOT 7C IN CANE CREEK

Mr. Rowe noted this item was for Morgan Olsen Way which the County Board petitioned to rename from IKEA Drive. The portion where that roadway extends beyond the intersection of where Cane Creek meets the stop sign, going right into the rest of the Morgan Olsen property, that was currently a private drive. Looking at interest from potential suppliers to Morgan Olsen, staff feels it was in the best interest of RIFA to be able to put that portion of roadway back under VDOT control in order to ensure that RIFA has the maximum amount of developable properties around the Morgan Olsen plant. According to the zoning ordinance, the subdivision ordinance has to have room for public road frontage; this allows them to have a higher linear of public roadway. Ultimately, the Pittsylvania County Board of Supervisors also has to pass a resolution and petition VDOT to take some action.

County Administrator David Smitherman stated there was a fee involved with VDOT, and staff wanted to make sure RIFA understands that RIFA would be the appropriate party to pay that

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fee, since it was RIFA's road they would have to inspect before they make it a state road. Mr. Shanks questioned if that was constructed as a public road originally and Mr. Harden explained when Swedwood Drive was designed, it was designed as a public road. At some point, IKEA wanted to put a scale house on it, so the Board of Supervisors abandoned that part of the road to allow IKEA to do that; they never did. This was to put it back to what it was originally designed for. Mr. Shanks noted it would be prudent to ask for a waiver since they have already done that and Mr. Smitherman noted that was a good idea. Mr. Warren questioned if the wording needed to be changed in the Motion to include that RIFA was going to request a waiver and if not RIFA was responsible for the expense. Mr. Guanzon noted they could amend it to add the cost, they don't have to include the waiver language, but would if the Board requested.

Mr. Shanks **moved** for adoption *Resolution No. 2020-06-08-5C, authorizing the negotiation, execution and delivery of a Deed of Dedication for public street purposes, consisting of a portion of Lot 7C in the Authority's Cane Creek Centre Industrial Park Project, located in Pittsylvania County, Virginia, and Morgan Olson Way (formerly known as IKEA Drive), and the fees associated and required by VDOT.*

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

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

5D. FINANCIAL STATUS REPORTS AS OF MAY 31, 2020

Mr. Adkins gave the Financial Status report as of May 31, 2020, beginning with the Cane Creek Bonds which showed no expenditures for the month of May. General Expenditures for the current fiscal year show RIFA expended \$10,157 to Marshall Construction for debris removal, that action was approved at the last meeting, \$254 to Abstracts & Titles for a title exam, \$38,494 to Christian & Barton for legal fees, \$108 for meals and \$31 for monthly utilities. Mr. Adkins noted the legal budget was \$200,000 for this fiscal year; RIFA has exceeded that by about \$12,000 at this point, and they will discuss that in the next agenda item. Funding Other than Bonds for the Mega Site, Lot 4 Site Development, Lot 8 Site Development, and Water and Sewer showed no expenditures for May. Rent, Interest and Other Income show RIFA received \$50,825 from the Institute for the Hawkins' maintenance; because of timing, that was two months worth, April and May. RIFA also received \$1,000 from the Osborne Company for their annual lease renewal, and the account earned \$279 in interest income. They also received funding from Pittsylvania County for incentives that were shared between the City and County; \$27,280 was received from the County for their share of the Harlow Fastech incentives, and \$15,863 from Pittsylvania County for the Gefertec rent. RIFA expended \$25,412 to the Institute for the Hawkins' Building maintenance and \$2,115 to the Institute which was the monthly amount for the Gefertec's rent. RIFA also paid \$54,559 to Harlow Fastech, which was part of their Industrial Enhancement Grant and paid \$7,057 to Gefertec for some Harlow Fastech equipment, which also includes the wire fee; those were incentive funds. Under the Unrestricted Fund Balance, at the end of May, RIFA currently has a little over \$280,000 and he will discuss that in the next agenda item. Page 40 was a summary of the cash disbursements for the month of May.

Mr. Saunders **moved** to accept the Financial Report as presented. The Motion was

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seconded by Mr. Scarce and carried by the following vote:

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

5E. CONSIDERATION OF RESOLUTION 2020-06-08-5E APPROVING (i) THE FISCAL YEAR 2020 GENERAL EXPENDITURE BUDGET TRANSFER TO LEGAL BUDGET, AND (ii) FISCAL YEAR 2021 GENERAL EXPENDITURES BUDGET

Director of Finance Michael Adkins explained the current year's budget, as discussed in the Financial Report, shows RIFA was over budget on legal expenses. Staff was asking the Board to approve using some of the Unrestricted Funds to cover the legal expenses for the remainder of this fiscal year. About \$12,000 was needed currently to cover legal expenses through April; there were a few more months of legal expenses to cover and staff recommended another \$48,000 to make sure there was enough. A total of \$60,000 would come out of the unrestricted fund balance to cover legal expenses; any unspent money at the end of the fiscal year will roll over to the next fiscal year.

Mr. Adkins noted the other part of this agenda item was the budget for Fiscal Year 2021. The budget remains relatively unchanged; staff increased the Audit line item to cover the upcoming audit for FY 2021. Mr. Adkins stated the funding sources from the City and County were set at \$25,000 per locality. A couple of years ago, it was routine to collect \$75,000 from each locality but because RIFA had some Unrestricted Fund Balance to help the localities with their budgeting process over the last couple years, that was reduced to \$25,000. To make up the gap for what was needed for RIFA to operate, they were proposing, in FY 2021, to use \$200,000 from the Unrestricted Fund Balance. There was about \$280,000 in Unrestricted, staff already asked for \$60,000 to cover the legal expenses, and this item will pull another \$200,000 from that. This uses almost all of the Unrestricted Fund Balance for RIFA's General Operating Expenses. If additional Board approved expenditures come up during FY 2021, RIFA may have to seek additional funding from the localities to cover that. Looking forward to the FY 2022 budget, staff will definitely have to increase the amount that was coming from the localities, perhaps back up to the \$75,000.

Mr. Scarce **moved** for adoption of *Resolution No. 2020-06-08-5E, approving the (i) FY 2020 General Expenditure Budget Transfer of up to \$60,000 from Unrestricted Funds to Legal Budget; and (ii) FY 2021 General Expenditures Budget. [No written resolution.]*

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

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

5F. CONSIDERATION OF RESOLUTION 2020-06-08-5F APPROVING THE FORM OF THE ANNUAL REPORT TO THE BOARD OF SUPERVISORS AND DANVILLE CITY COUNCIL

City of Danville Interim Director of Economic Development Corrie Bobe distributed documents to the Board noting according to RIFA's bylaws, staff will provide the Board of Supervisors and Danville City Council with an annual review of activity that was taking place. The first

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document was a copy of the Financial Report from the last audited financials, as of June 30, 2019; the current financials will be available in the fall of this year. There was also a recap of the activity within RIFA parks. Staff wanted to share this with the Board to see if this was how they would like to move forward with receiving the annual report.

Mr. Searce **moved** for adoption of *Resolution No. 2020-06-08-5F, approving the form of the Annual Report to County Board of Supervisors and City Council, pursuant to the Authority's Bylaws Article IX, Paragraph 1(c) – [No written resolution.]*

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)

5G. REPORT ON PIPELINE RIGHT OF WAY AND EASEMENT AGREEMENT WITH MVP

Mr. Rowe noted staff had received an agreement that Mountain Valley Pipeline has requested RIFA review and consider; staff has done that, legal counsel reviewed the document in addition to having the Dewberry engineering team review the mapping of the route. This project was separate from the Mountain Valley Pipeline Project which goes from West Virginia to Chatham. This project was called Mountain Valley Pipeline Southgate which goes from Chatham, paralleling the Transco line all the way down to Alamance, North Carolina. Dewberry has reviewed the map, it does have the most limited impact on the Mega Site and does create the least amount of land taken from RIFA. Staff wanted to ensure that the line stayed on the north side of the Transco line to keep it away from the Mega Site area. The MVP team has worked with RIFA on that.

Mr. Harden explained they tried to make MVP hold as close to the Transco line as possible. They had some constraints where they crossed environmental features and had to deviate out. There were a few more areas where they are still working out. As they got closer to Oak Hill Road, to accommodate the Lot 7 development as planned, staff has asked them to come out and hug the property line of Lot 7 to avoid any impact to that project. They went around the AEP substation lot, the permanent easement will be in the center, it will be fifty feet wide and they were asking for some temporary easements and workspace on either side of that. Mr. Rowe noted this was going through the FERC process and they will discuss additional details in closed session.

Mr. Vogler questioned if there were any estimates on a time line and Mr. Rowe noted what they understand was the timeline was as prompt as possible; the key was to take the position that RIFA was a facilitator and all the process was out of their hands. Staff has been trying to ensure that the project has minimal impact on the Mega Site as possible. Mr. Shanks questioned where it juts out in the middle, were the Transco lines being relocated as well and Mr. Harden noted they were not.

Mr. Shanks **moved** to TABLE 5G. The Motion was **seconded** by Mr. Searce and carried by the following vote:

VOTE: 4-0
AYE: Warren, Searce, Shanks, Saunders (4)

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NAY: None (0)

5H. REPORT ON SELECTION OF LEGAL COUNSEL TO THE AUTHORITY

Mr. Guanzon noted when the Board selected his firm last year, the agreement was for one year, an RFP was sent out by the City on behalf of RIFA, and there were certain responses. Mr. Adkins stated there were three responses to be considered, and the decision needs to be made in closed session so the City can issue an acceptance and reward of the RFP.

Mr. Shanks **moved** to TABLE Item 5H. 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 counsel, and as such all communications during the closed session shall be considered attorney-client privileged.]

At 12:40 p.m. Mr. Shanks **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; and

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); 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

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meeting would adversely affect the bargaining position or negotiating strategy of the Authority;
and

D. As permitted by Virginia Code § 2.2-3711-(A)(8) for consultation with Mr. Guanzon regarding specific legal matters requiring the provision of legal advice by Mr. Guanzon; and

E. As permitted by Virginia Code § 2.2-3711(A)(29) for discussion of the award of a public contract involving the expenditures of public funds where discussion in an open session would adversely affect the bargaining position or negotiating strategy of the Authority.

And also to include an invitation to Council Member Whittle to attend the closed session.

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. Searce and **second** by Mr. Shanks and by unanimous vote at 1:49 p.m., the Authority returned to open meeting.

(Reinstatement/Unmuting of Conference Line *[see Agenda Item 5D above].*)

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

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

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

NOW, THEREFORE, BE IT RESOLVED that the Authority hereby certifies that, to the best of each Member's knowledge, (i) only public business matters lawfully exempted by the open meeting requirements of Virginia Law were discussed in the Closed Meeting to which this Certification Resolution applies, and (ii) only such public business matters as were identified in the motion convening the Closed Meeting were heard, discussed, or considered by the Authority.

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

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

7A. CONTINUATION OF AGENDA ITEM 5G – CONSIDERATION OF RESOLUTION NO. 2020-06-08-7A, AUTHORIZING THE NEGOTIATION, EXECUTION AND DELIVERY OF A RIGHT OF WAY AND EASEMENT AGREEMENT WITH MVP

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Mr. Shanks **moved** that the Board ask Mr. Smitherman, Mr. Guanzon and necessary staff to further negotiate with MVP. 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)

7B. CONTINUATION OF AGENDA ITEM 5H – CONSIDERATION OF RESOLUTION NO. 2020-06-08-7B SELECTION OF LEGAL COUNSEL

Mr. Shanks noted due to the COVID issues the Authority has been dealing with for the last few months, he **moved** to ask that further consideration of this matter be dealt with in the next three months with a study being brought back to the RIFA board by the September meeting, and during that process the Board continue its relationship with the current law firm.

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)

7C. CONSIDERATION OF RESOLUTION NO 2020-06-08-7C IN RECOGNITION OF DISTINGUISHED SERVICE BY FRED O. SHANKS, III TO THE AUTHORITY

Mr. Warren noted it was tradition for the current Chairman to read these resolutions but would like to yield to one of the past Chairmen to make this presentation to one of the Board's distinguished members.

Mr. Saunders read and presented the following resolution to Mr. Shanks.

WHEREAS, the Danville-Pittsylvania Regional Industrial Facility Authority (the "**Authority**") is a political subdivision of the Commonwealth of Virginia duly created by the cooperation and the joint action of the Danville City Council and the Pittsylvania County Board of Supervisors, pursuant to the Virginia Regional Industrial Facilities Act, as amended; and

WHEREAS, the purpose of the Authority is to enhance the economic base for its Member Localities of the City of Danville and Pittsylvania County, Virginia, by developing, owning, and operating one or more facilities on a cooperative basis; and

WHEREAS, beginning June 17, 2008, the Honorable Fred O. Shanks, III, served as Chairman, Vice Chairman, Member or Alternate Member of the Board of Directors of the Authority, providing the guidance and leadership necessary for the Authority to fulfill its statutory purpose and to move forward in developing the economic future of the Danville-Pittsylvania County Region; and

WHEREAS, Fred O. Shanks, III's service on the Authority's Board of Directors ends contemporaneously with the June 30, 2020, expiration of his term of office as a Member of the Danville City Council.

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NOW, THEREFORE, BE IT RESOLVED, that the Authority's Board of Directors, on behalf of themselves and the Authority's support staff, hereby expresses its sincere appreciation for the distinguished service of Fred O. Shanks, III, to the Authority; recognizes his devotion, duty and exemplary leadership to the Authority; and wishes him success in his future endeavors.

Mr. Shanks thanked fellow board members and staff noting that serving on RIFA has been a tremendous pleasure and a true highlight of his time on City Council. He recalls the negotiations for the Hairston property and the consideration of not including mineral rights as part of that purchase. Consideration of other properties had been purchased for the park and before RIFA could close on the properties, in October 2008 the bond market fell and all the plans to close on that real estate fell to pieces. Lyle Lacey made a decision for the City to offer to temporarily finance the purchase of the properties. Today, RIFA was at the cusp of seeing the Southern Virginia Mega Park at Berry Hill transform into a regional game changer they have all envisioned. RIFA has had some other successes along the way, not the least of which were several announcements made last year. It was possible that this was not his final farewell. With the help of Council Member Saunders, Vogler, and Whittle, and two other Council Members he could possibly be back in that seat next month. City Council could if they chose appoint him to serve as Council Member Tomer's interim replacement until an election could be held in November. A RIFA appointment could make this a seamless transition. While this might be a good-bye, there may be a hello next month and that was what he truly hoped would happen. Mr. Shanks noted he appreciated the opportunity to work with everyone and many of those who have served on RIFA in the past.

Mr. Saunders **moved** to approve Resolution No. 2020-06-08-7C in recognition of distinguished service by Fred O. Shanks, III, to the Authority, as Chairman, Vice Chairman, Member and Alternate Member of the Board of Directors.

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)

8. COMMUNICATIONS

Board Members and Staff thanked Mr. Shanks for his service to the RIFA Board, it has been a pleasure to work with him, and have appreciated his support for RIFA projects and Industrial development within the City.

Mr. Guanzon noted there was an issue that needed to be discussed regarding Mid Atlantic Broadband Corporation. They have a general request of staff to lay down more lines for easements; Mr. Rowe noted they are mobilized right now running new conduit to the Morgan Olsen Plant. MAB wants to know if RIFA will support them, of course at their cost, of laying additional conduits throughout Cane Creek Park. There were looking for was a consensus for staff to go ahead and work with Dewberry on RIFA's behalf to facilitate that. Staff did not want to give them the go ahead unless the Board was in agreement. Mr. Guanzon noted this would not require a motion as it was not an action item. Board Members indicated their agreement for staff to work with Dewberry on this item.

DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY

Minutes
June 8, 2020

Meeting adjourned at 2:11 p.m.

APPROVED:

Chairman

Secretary to the Authority

DRAFT

Danville-Pittsylvania Regional Industrial Facility Authority

Executive Summary

Agenda Item No.:	Item 5A
Meeting Date:	07/13/2020
Subject:	Election to fill Vacancy of Vice Chairman
From:	Michael C. Guanzon, Esq.

SUMMARY

An election will be needed to fill the vacancy of the Vice Chairman.

Danville-Pittsylvania Regional Industrial Facility Authority

Executive Summary

Agenda Item No.:	Item 5B
Meeting Date:	07/13/2020
Subject:	Resolution 2020-07-13-5B
From:	Brian K. Bradner, VP/Shawn Harden, Senior Associate Dewberry Engineers

SUMMARY

Consideration of Resolution 2020-07-13-5B authorizing the issuance of a request for proposal for sign design and construction at Berry Hill.

ATTACHMENTS

Resolution
Exhibit A

Resolution No. 2020-07-13-5B

A RESOLUTION AUTHORIZING THE ISSUANCE OF A REQUEST FOR PROPOSAL (RFP) FOR SIGN DESIGN AND CONSTRUCTION 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, the Authority desires to issue a request for proposals for sign design and construction for the Authority's Southern Virginia Megasite at Berry Hill (the "SVM"), located in Pittsylvania County, Virginia (the "RFP"), substantially in the form on Exhibit A, attached hereto and incorporated herein by this reference, and the acceptance of any proposal or the award of any contract pursuant to the RFP shall be subject to and dependent on further action of the Board of Directors of the Authority; and

WHEREAS, the Authority has determined that it is in the best interests of the Authority and of the citizens of Pittsylvania County and the City of Danville, Virginia, for the Authority to further develop and enhance the marketability of the SVM by authorizing the Authority's staff to issue the RFP for sign design and construction.

NOW, THEREFORE, BE IT RESOLVED, that

1. The Authority hereby authorizes and directs staff to issue the RFP for sign design and construction as set forth in Exhibit A, upon such terms and together with such amendments, deletions or additions thereto as may be approved by the Chairman, the Vice Chairman or the Treasurer of the Authority, and hereby authorizes the Chairman, the Vice Chairman or Treasurer, any of whom may act independently of the others, to execute and deliver the RFP on behalf of the Authority, such execution of the RFP by the Chairman (or Vice Chairman or Treasurer 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 RFP, or as they in their discretion deem necessary or appropriate in order to carry out the intent and purposes of these resolutions; provided, however, that the acceptance of any proposal or the award of any contract pursuant to the RFP shall be subject to further action of the Board of Directors of the Authority.

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 RFP 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 July 13, 2020, 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 13th day of July 2020.

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

(SEAL)

Exhibit A

(RFP for Sign Design and Construction)



Business Savvy. People Friendly.

PITTSYLVANIA

COUNTY, VIRGINIA

PITTSYLVANIA COUNTY BOARD OF SUPERVISORS

on behalf of:

DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY

REQUEST FOR PROPOSAL

**MONUMENT SIGN DESIGN AND CONSTRUCTION FOR
THE SOUTHERN VIRGINIA MEGASITE AT BERRY HILL**

RFP#2020-05-05

May 11, 2020

CONTACT

CONNIE GIBSON, PURCHASING MANAGER

**PITTSYLVANIA COUNTY
BOARD OF SUPERVISORS
REQUEST FOR PROPOSAL – AUDIT SERVICES**

1.0 GENERAL INSTRUCTIONS

1.1 Invitation

The Pittsylvania County Purchasing Department, on behalf of the Pittsylvania County Board of Supervisors, hereby issues to qualified firms, licensed in the State of Virginia, a Request for Proposal (hereinafter referred to as “RFP”), for sign designs and construction of signs for Danville-Pittsylvania County Regional Industrial Facility (RIFA).

1.2 Deadline

Four (4) copies of a sealed proposal and one (1) electronic version shall be submitted no later than 2:00 p.m., Tuesday, June 2, 2020 to the following:
Connie Gibson, Purchasing Manager
Pittsylvania County Purchasing Department
1 Center Street, P.O. Box 426
Chatham, VA 24531

All Proposals must be in a sealed envelope and clearly marked in the lower left corner: **"Sealed Proposal - RFP #2020-05-05-, Audit Services"** Proposals not so marked or sealed shall be returned to the offeror and will not be considered. Proposals shall clearly indicate the legal name, address and telephone number of the offeror (company, firm, partnership, individual). Proposals shall be signed above the typed or printed name and include the title of the individual signing on behalf of the offeror (page 2). All expenses for making Proposals to Pittsylvania County shall be borne by the offeror. **All Proposals shall be received by 2:00 P.M., Tuesday, June 2, 2020.** Any proposal received after this time and date will not be considered. The offeror has the sole responsibility to have the proposal received by the Pittsylvania County Purchasing Department at the above address and by the above stated time and date.

This procurement shall be conducted in accordance with the competitive negotiation procedures of the Virginia Public Procurement Act – Section 2.2- 4302.2

Note: The County of Pittsylvania, Virginia does not discriminate against faith-based organizations in accordance with the *Code of Virginia*, §§ 2.2-4343.1, 1950 as amended or against a bidder or offeror because of race, religion, color, sex, national origin, age, disability, or any other basis prohibited by Federal, State, and County law relating to discrimination in employment or contracting.

In Compliance with this Request for Proposal the named party hereby submits a proposal in response to Pittsylvania County to furnish services described in this RFP. The entire proposal, including Technical proposal, Proposal Cover Sheet, and any supplemental materials required to be provided by the offeror pursuant to the terms and conditions of the RFP, constitute the entire proposal.

The party hereby certifies that such is genuine and not collusive or sham; that said offeror has not colluded, conspired, connived or agreed, directly or indirectly, with any bidder or person, to put in a sham bid or to refrain from bidding, and has not in any manner, directly or indirectly, sought by agreement or collusion or communication or conference, with any person to fix the bid price or affiant or any bidder, or to fix any overhead, profit or cost element of said bid price, or of that of any other bidder, or to secure any advantage against Pittsylvania County or any person interested in the proposed contract.

The party submitting the forgoing Proposal acknowledges the provisions, terms and conditions of this RFP, including all attachments and addenda, and agrees to be bound by those provisions, terms and conditions. Further, the party certifies that all information submitted in response to this RFP is correct and true. The person signing this form shall be an authorized signatory officer of the corporation or an individual authorized by the By-Laws of the Corporation that has been given authoritative responsibility to bind the firm in a contract.

Name and Address of Firm:

Date: _____

By: _____
(Signature in Ink by Officer of the corporation)

Name: _____

_____ (Please Print)

_____ Zip Code _____ Title: _____

Phone: (____) _____ Fax: (____) _____

E-mail: _____ State of Incorporation: _____

State Corporation Commission #: _____
Attach a copy of your company's SCC
Certificate and a list of officers

Receipt of the following Addenda are acknowledged:
Addendum No. _____, dated _____
(Please note all addenda's)

(Return this Form)

1. Purpose:

On behalf of the Danville-Pittsylvania Regional Industrial Facility Authority (RIFA), Pittsylvania County is soliciting qualifications and proposals from qualified sign companies to design and construct two (2) entrance monument signs (Sign) at the Southern Virginia Megasite at Berry Hill (Megasite). The two (2) signs shall resemble the enclosed sign rendering (Attachment A), have a consistent design, color and be constructed of the same materials. The overall sign dimensions may vary due to site location. The two (2) signs will be installed within the Megasite on RIFA owned property in the general locations shown on the attached plan (Attachment B).

Specifically RIFA is requesting proposals for the following:

- Sign design services for an entrance monument sign
- Construction services to ensure the sign is built structurally sound and easily maintained
- Site design and construction services for an entrance monument sign will be used for two (2) general locations as described in the RFP

2. Background:

The 3,528-acre Megasite, located in Pittsylvania County, Virginia, is jointly owned and developed by RIFA, a political subdivision of the Commonwealth of Virginia. Suitable for OEM manufacturing operations and other large advanced industrial tenants, the Megasite is a unique collaboration amongst multiple jurisdictions in two (2) states. To date over \$200M has been invested in the project including installation of large capacity utilities and 200-graded acres. The Megasite is located on the U.S. Hwy. 311 (Berry Hill Road) industrial corridor and will soon have direct access to the I-785 and I-40 corridors via a new dedicated connector road to the Danville Expressway.

3. Sign Design:

The sign shall be designed to be attractive and exhibit professional quality of workmanship, which will reflect positively on the Megasite and RIFA. The sign design and size shall resemble the attached sign rendering and incorporate the Megasite's logo. The size and shape of the sign shall be large enough to be visible and easily read by motorists traveling on U.S. Hwy 311 from both directions and comply with the County's zoning ordinance. Both natural and artificial lighting should be considered when selecting colors, designs, lighting and placement. The sign shall be wind load rated for the location and constructed of durable and resistant materials able to resist fading, cracking, peeling, rusting and structural failure exposed to outside weather conditions and tampering.

4. Proposal Design and Content:

The proposal should be limited to not more than fifteen (15) pages, exclusive of resumes and company promotional materials. Use a font size no smaller than Times New Roman, 11 points.

5. Proposal Information:

Your response to the RFP should address the following items:

- A. Sign Design & Construction Services. Provide a brief summary of your company's approach to this project including sign design, including renderings labeling materials, colors, lighting, locations, sign dimensions and softscape features; construction drawings; and bid document preparation, if necessary.
- B. Organizational Capacity: Provide brief descriptions, including other signage and monumentation experience, of the principal personnel who would work with RIFA and describe their responsibilities for this project. If a subcontractor(s) will be used, please include contact information and services performed by the subcontractor.
- C. Timing: Provide a proposed timetable for the project, including your company's availability to begin the project to completion.
- D. Pricing: Provide a total price for the requested services, including construction drawings and necessary engineering. Explicitly note any items that are on a reimbursement basis or excluded.

6. Selection Process:

An evaluation panel consisting of representatives from RIFA will review the proposals upon receipt. The proposal submitted will be the primary document on which each Respondent will be evaluated. Proposals will be evaluated by the panel considering the factors, which are listed below and which are listed in no particular order of significance:

- A. Total cost of the two (2) signs (25 points)
- B. Narrative demonstrating an understanding of the project (20 points)
- C. Sign Design (25 points)
- D. Qualifications and experience of proposer (20 points)
- E. Staff and organization (10 points)

7. AWARD PROCEDURES

Selection shall be made of two or more offerors deemed to be fully qualified and best suited among those submitting proposals on the basis of the evaluation factors included in the Request for Proposals, including price, if so stated in the Request for Proposals. Negotiations shall be conducted with the offerors so selected. Price shall be considered, but need not be the sole determining factor. After negotiations have been conducted with each offeror so selected, the agency shall select the offeror which, in its opinion, has made the best proposal, and shall award the contract to that offeror. The County may cancel this Request for Proposals or reject proposals at any time prior to an award, and is not required to furnish a statement of the reasons why a particular proposal was not deemed to be the most advantageous (*Code of Virginia*, § 2.2-4359D). Should the Commonwealth determine in writing and in its sole discretion that only one offeror is fully qualified, or that one offeror is clearly more highly qualified than the others under consideration, a contract may be negotiated and awarded to that offeror. The award document will be a

contract incorporating by reference all the requirements, terms and conditions of the solicitation and the contractor's proposal as negotiated.

8. The County reserves the right to reject any or all proposals submitted, and to waive any informality in the proposals. The right is also reserved to award the contract where it appears to be in the best interest of the County.
 - a. The County reserves the right to revise or amend this RFP prior to the date set for receipt of the proposals. The date set for receipt of proposals may be changed if deemed necessary by the County. Any revisions and/or amendments will be in the form of an addendum to this RFP.

9. SUBMISSION OF PROPOSALS

A. Letter of Transmittal

Make a positive commitment to perform the required work within the time frame provided. Also, give the name(s) of the person(s) who will be authorized to make representation, for your firm, their title, and telephone number.

B. Firm's Experience

Indicate prior experience of your firm in performing work of this nature. Provide resumes for key personnel who would be assigned to this project.

Indicate your understanding as to the scope of services requested and describe your firm's approach and design.

C. References

The firm shall provide a list of not less than four (4) references, of similar projects. The following information shall be provided: contact person, mailing address and phone number.

SPECIAL TERMS AND CONDITIONS

BID ACCEPTANCE PERIOD: Any bid in response to this solicitation shall be valid for (90) days. At the end of the days the bid may be withdrawn at the written request of the bidder. If the bid is not withdrawn at that time it remains in effect until an award is made or the solicitation is canceled.

ANNOUNCEMENT OF AWARD: Upon the award or the announcement of the decision to award a contract as a result of this solicitation, the purchasing agency will publicly post such notice on the County's website, www.pittsylvaniacountyva.gov.

CANCELLATION OF CONTRACT: The purchasing agency reserves the right to cancel and terminate any resulting contract, in part or in whole, without penalty, upon 30 days written notice to the contractor. In the event the initial contract period is for more than 12 months, the resulting

contract may be terminated by either party, without penalty, after the initial 12 months of the contract period upon 60 days written notice to the other party. Any contract cancellation notice shall not relieve the contractor of the obligation to deliver and/or perform on all outstanding orders issued prior to the effective date of cancellation.

OWNERSHIP/FOIA: Ownership of all data, materials and documentation originated and prepared for the County pursuant to the RFP shall belong exclusively to the County and be subject to public inspection in accordance with the Virginia Freedom of Information Act. Trade secrets or proprietary information submitted by an Offeror shall not be subject to public disclosure under the Virginia Freedom of Information Act; however, the Offeror must invoke the protections of Section 2.2-4342D of the Code of Virginia, in writing, either before or at the time the data or other materials to be protected and state the reasons why protection is necessary. The proprietary or trade secret material submitted must be identified by some distinct method such as highlighting or underlining and must indicate only the specific words, figures, or paragraphs that constitute trade secret or proprietary information. The classification of an entire proposal document, line item prices and/or total proposal prices as proprietary or trade secrets is not acceptable and will result in rejection of the proposal.

COOPERATIVE PURCHASE: If authorized by the Offeror, the contract resulting from this Request for Proposals may be extended to other public bodies, public agencies or institutions within the State of Virginia to purchase at contract prices and terms. Any public entity that uses the contract shall place its own order(s) directly with the contractor(s). Pittsylvania County Board of Supervisors is not a party to such contracts and is not responsible for placement of orders, payment or discrepancies of the participating jurisdictions. It is the Offeror's responsibility to notify the jurisdictions of the availability of contract(s). Offerors who do not wish to extend the terms, conditions and prices to other public entities shall so indicate in the proposal.

**PITTSYLVANIA COUNTY
BOARD OF SUPERVISORS**

PURCHASING DEPARTMENT

I. GENERAL TERMS AND CONDITIONS

1. Reservation of County Rights:

The County reserves the right to accept or reject any or all bids, to waive any informality and to make an award to a party other than the low bidder, if deemed in the best interest of the County, subject to the provisions under the Virginia Public Procurement Act.

The County does not discriminate against faith-based organizations.

2. Laws of the Commonwealth:

Any purchase order/contract resulting from this bid process shall be governed; in all respects whether as to its validity, construction, capacity, performance or otherwise; by

the laws of the Commonwealth. Successful bidders providing goods to the County herewith assure the County that they are conforming to the provisions of the Civil Rights Act of 1964, as amended, as well as the Virginia Fair Employment Act of 1975, as amended, where applicable and Section 2.2-4311 of the Virginia Public Procurement Act which provides:

In every contract of over \$10,000 the provisions in 1 and 2 below apply:

- (1) During the performance of this contract, the contractor agrees as follows:
 - A. Nondiscrimination Clause: The contractor will not discriminate against any employee or applicant for employment because of race, religion, color, sex, national origin, age, disability, or other basis prohibited by state law relating to discrimination in employment, except where there is a bona fide occupational qualification reasonably necessary to the normal operation of the contractor. The contractor agrees to post in conspicuous places, available to employees and applicants for employment, notices setting forth the provisions of this nondiscrimination clause.
 - B. Equal Opportunity Employer: The contractor, in all solicitations or advertisements for employees placed by or on behalf of the contractor, will state that such contractor is an equal opportunity employer.
 - C. Notices, advertisements and solicitations placed in accordance with federal law, rule or regulation shall be deemed sufficient for the purpose of meeting the requirements of this section.
- (2) Subcontractors: The contractor will include the provisions of the foregoing paragraphs A, B, and C in every subcontract or purchase order of over \$10,000 so that the provisions will be binding upon each subcontractor or vendor.
- (3) Drug Free Workplace – During the performance of this contract, the contractor agrees to (i) provide a drug-free workplace for the contractor’s employees; (ii) post in conspicuous places, available to employees and applicants for employment, a statement notifying employees that the unlawful manufacture, sale, distribution, possession, or use of a controlled substance or marijuana is prohibited in the contractor’s workplace and specifying the actions that will be taken against employees for violations of such prohibition; (iii) state in all solicitations or advertisements for employees placed by or on behalf of the contractor that the contractor maintains a drug-free workplace; and (iv) include the provisions of the foregoing clauses in every subcontract or purchase order of over \$10,000, so that such provision will be binding upon each subcontractor or vendor.

3. Tax Exemption:

The County is exempt from State sales, and use taxes and will issue a Certificate of Exemption upon request. Deliveries against any items of this bid procedure shall

be free from any excise or transportation taxes. Excise exemption registration NO. 54-600-1508 may be used when required or necessary on behalf of the County.

4. Modifications, Additions, or Changes:

Modifications, additions, or changes to the terms and conditions of this invitation to bid may be cause for rejection of your bid. All bids shall be entered on the official bid forms, if provided. Bidders who attach or submit bids on their or any other forms may be considered unresponsive and may be rejected if an official bid form is provided.

5. Delivery Point:

Except when otherwise specified herein, all items shall be F.O.B. delivered to any point within the County as directed by the Central Purchasing Department.

6. Transportation and Packaging:

The authorized agent by signing this bid certifies and warrants that the bid price offered for F.O.B. destination, includes only the actual freight rate costs at the lowest and best rate and is based on the actual weight of the goods to be shipped. Except as otherwise specified herein, standard commercial packaging, packing and shipping containers shall be used. All shipping containers shall be properly and legibly marked or labeled on the outside with the commodity description and number, size and quantity.

7. Evaluation of Bid Documents:

If any prospective bidder is in doubt as to the true meaning of any part of the specifications or other bid documents, the prospective bidders shall submit a written request, within the time frame provided, after receipt of the invitation to bid to the Central Purchasing Department. The Central Purchasing Department will have final authority to review any discrepancies or deficiencies in the specifications and then make the necessary interpretations or revisions. Interpretations or revisions shall be made official by the issuance of any necessary addendum and distributed to all potential bidders. The Central Purchasing Department will not be responsible for explanations or interpretations of the bid documents, except as issued in writing by the Purchasing Manager and/or County Administrator.

8. Default:

In the case of default by the successful bidder or failure to deliver the goods or services ordered by the time specified, the Department of Central Purchasing, after due written notice may procure these goods or services from other sources and hold the defaulting vendor responsible for any excess cost occasioned thereby.

9. Anti-Collusion Certification:

The authorized agent by signing this bid certifies and warrants that this bid is made without prior understanding, agreement, or connection with any corporation, firm or person submitting a bid for the same materials, supplies, equipment or services, and is in all respects fair and without collusion or fraud. The signing agent understands collusive bidding is a violation of the Virginia Governmental Frauds

Act and Federal Law and can result in fines, prison sentences, and civil damage awards. The signing agent also agrees to abide by all conditions of this bid and certifies that he or she is duly authorized to sign this bid for the bidder represented herein.

10. Kickbacks:

The signing agent certifies and warrants that neither he/she nor the bidder from whom he/she is authorized to act has offered or received any kickback from any other bidder, suppliers, manufacturer, or subcontractor in connection with his/her bid on this solicitation. A kickback is defined as an inducement for the award of a contract, subcontracts or order, in the form of any payment, loan, subscription, advance, deposit of money, services or anything, present or promised, unless consideration of substantially equal or greater value is exchange. Further, no person shall demand or receive any payment, loan, subscription, advance, deposit of money, services or anything of value in return for an agreement not to compete on a public contract.

11. Gifts by Bidder, Offeror, Contractor, or Subcontractor:

No bidder, offeror, contractor, or subcontractor, shall confer on any public employee or official having formal responsibility for a procurement transaction, any payment, loan, subscription, advance, deposit of money, services or anything of more than nominal value, present or promised, unless consideration of substantially equal or greater value is exchanged.

12. Termination/Cancellation of Contract:

Subject to the provisions below, the contract may be terminated by either party upon thirty (60) days advance written notice to the other party; but if any work or service hereunder is in progress, but not completed as of the date of termination, then this contract may be extended upon written approval of the County until said work or services are completed and accepted.

A. Termination for Convenience

In the event that this contract is terminated or cancelled upon request and for the convenience of the County, without the required thirty (30) days advance written notice, then the County shall negotiate reasonable termination costs, if applicable.

B. Termination for Cause

Termination by the County for cause, default or negligence on the party of the appraiser or firm shall be excluded from the foregoing provision; termination costs, if any, shall not apply. The thirty (30) days advance notice requirement is waived in the event of Termination of Cause.

C. Non-Appropriation Clause/Termination due to Unavailability of Funds in Succeeding Fiscal Years

When funds are not appropriated or otherwise made available to support continuation of performance in a subsequent fiscal year, the contract shall be cancelled and the contractor shall be reimbursed for the reasonable value of any non-recurring costs incurred but not amortized in the price of the supplies or services delivered under the contract.

13. Quantities:

Quantities set forth in this invitation are estimates only, and the successful bidder shall supply at bid prices actual quantities as ordered regardless of whether such total quantities are more or less than those shown.

14. Ordering:

All orders from the County shall be issued by the Central Purchasing Department. A County purchase order number is required for the contract; yet partial order quantities and deliveries will be accepted upon request or as outlined in the Special Specifications, by the Central Purchasing Department. No other department or personnel other than those in the Central Purchasing Department of the County are qualified to issue purchase orders, make changes in orders, or accept delivery on orders under this contract without specific written authorization being received by the contractor from the Central Purchasing Department or as otherwise specified in the Special Specifications.

15. Invoices/Billing Process:

Invoices for items ordered, delivered, and accepted by the Central Purchasing Department or authorized departments shall be submitted by the contractor directly to the Accounting Department, at the address shown on the purchase order. The purchase order number must be referenced on all invoices regardless of quantities delivered, backordered, etc. Any outstanding quantities not included in the billing or invoice should be shown on a separate statement specifically marked, as not being an invoice for payment yet is an accountability of items and cost outstanding.

16. Discounts:

All bids will be evaluated and awarded on net prices. Cash discounts will not be considered in making awards. If cash discounts for prompt payment are offered, it must be clearly shown on the bid forms in the space provided. On monthly invoices any payment terms must be clearly marked. The County will attempt to take advantage of any such discounts provided our timetable allows us to do so.

17. Hold Harmless:

The successful contractor assumes and agrees to indemnify, defend and hold harmless Pittsylvania County, Virginia, its officers, agents, and employees from any claims, damages and actions of any kind or nature, whether at law or in equity, arising from or caused by the use of any materials, labor, goods, or equipment of any kind or nature furnished by the contractor, provided that such liability is not attributable to the sole negligence on the part of the using agency or to the manner

outlined by the contractor and description literature or specifications submitted with the contractor's bid.

18. Warranty:

The contractor shall provide warranty documents on any material, goods or equipment of any kind or nature provided by the contractor, his subcontractor or other agents. The warranty shall be in effect for the period of time specified.

19. Contractual Intent

Upon successful award of this bid by the County, it is the County's intent to have a written contract fully executed by all participating parties. This contract shall delineate the capacity, performances and considerations for all parties involved.

The contents of the bid submitted by the successful bidder and the bid specifications shall become a part of any contract awarded as a result of these specifications. The successful vendor will be expected to sign a "Standard Contract for Services" with the County.

Sample contracts may be submitted by either party at the time of the bid, however, the County reserves the right to use its uniform contract format over all samples submitted.

20. Insurance

By signing and submitting a bid/proposal under this solicitation, the Bidder/Offeror certifies that if awarded the contract, it will maintain all required Worker's Compensation, Employer's Liability, Commercial General Liability and Automobile Liability insurance coverage during the entire term of the contract and that all insurance coverage will be provided by insurance companies authorized to sell insurance in Virginia by the Virginia State Corporation Commission. Copies of insurance certificates shall be submitted with all bids/proposals.

21. Use of Name Brands Within These Specifications:

The name of a certain brand, make, manufacturer, or definite specification is to denote the quality to the specific brand, make, manufacturer, or specification named; it is to set forth and convey to prospective bidders the general style, type, character and quality of article desired, and wherever in specifications or contract documents a particular brand, make of materials, device or equipment shall be regarded merely as a standard. Any other brand, make of material, device or equipment which is recognized the equal of that specified, considering quality, workmanship and economy of operation and is suitable for the purpose intended, shall be considered responsive to the specifications.

22. Access To Records:

The County Administrator or his duly authorized agent, shall, until the expiration of three (3) years following the final payment on this Agreement, have access to

and the right to examine and copy any directly pertinent books, documents, papers, and records of Lessor and Assignee involving transactions related to this Agreement. Lessor and Assignee shall have the reciprocal right, until the expiration of three (3) years following final payment on this Agreement, to have access to and examine and copy any directly pertinent books, documents, papers and records of the County Administrator in the event of litigation or arbitration involving this Agreement, rights of access, examination and copying hereunder granted to Lessor, Assignee, and Lessee shall continue until such claims have been finally disposed of.

STATEMENT OF DISCLAIMER

RE: _____ (BID OR RFP #)

This is to certify that no employee, official, or elected officer of the County of Pittsylvania has a proprietary interest in the company, corporation, partnership, or other organization, furnishing the goods and/or services, or stands to benefit personally from the furnishing of such goods or services as referenced above.

FIRM: _____

BY: _____

TITLE: _____

CONTRACTOR ELIGIBILITY CERTIFICATION

This is to certify that this person/firm/corporation has not been barred from bidding on contracts by any agency of the Commonwealth of Virginia, nor is this person/firm/corporation a part of any firm/corporation that has been barred from bidding on contracts by any agency of the Commonwealth of Virginia.

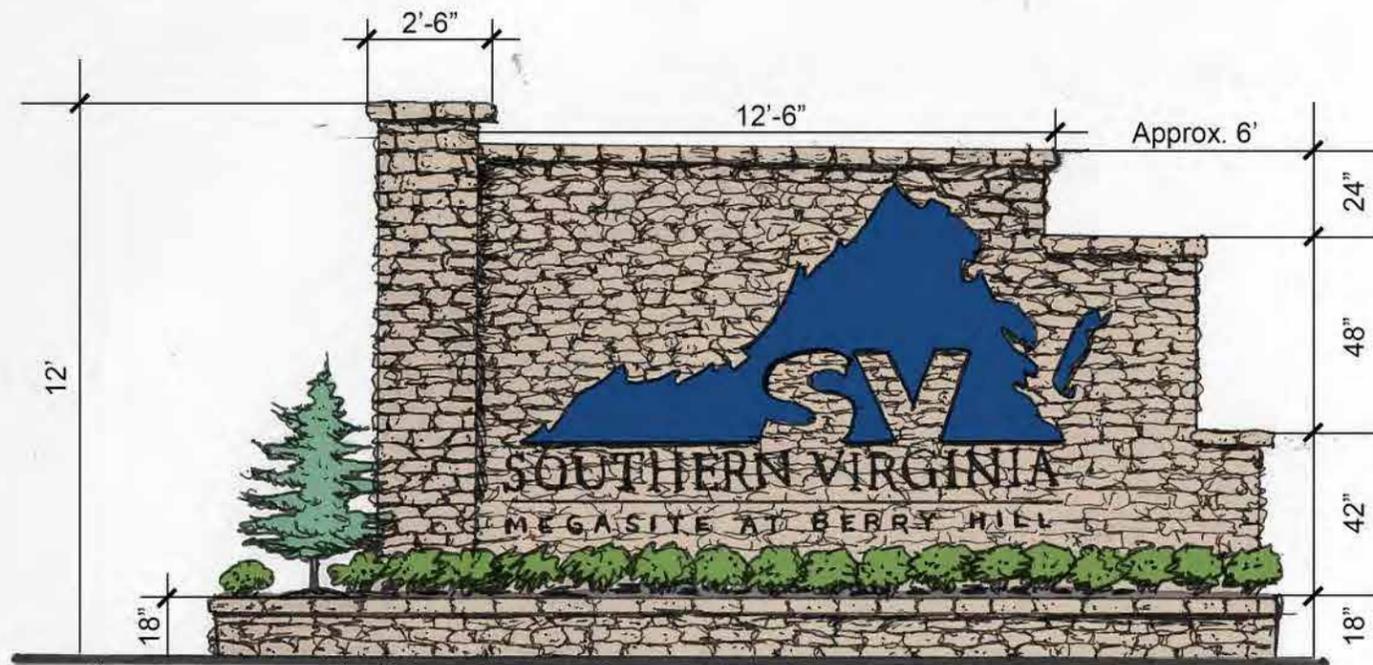
Name of Official

Title

Firm or Corporation

Southern Virginia Megasite at Berry Hill Monument Signage

ATTACHMENT A

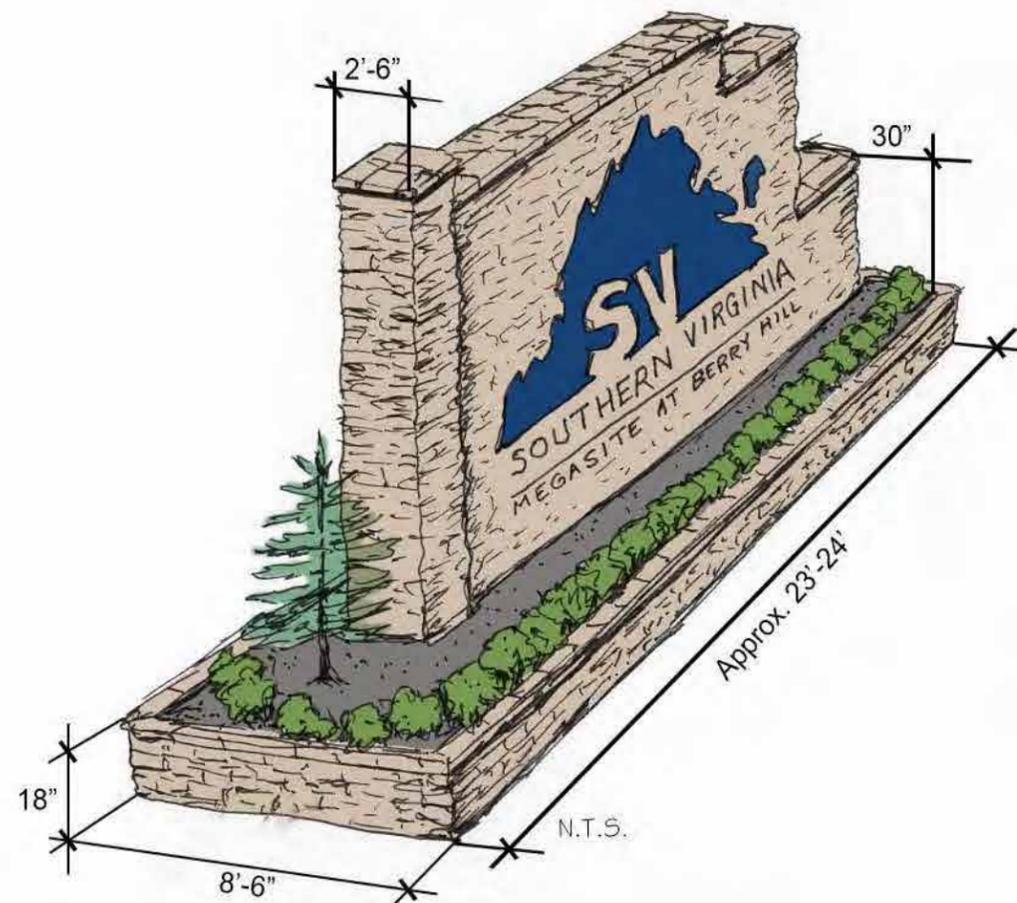


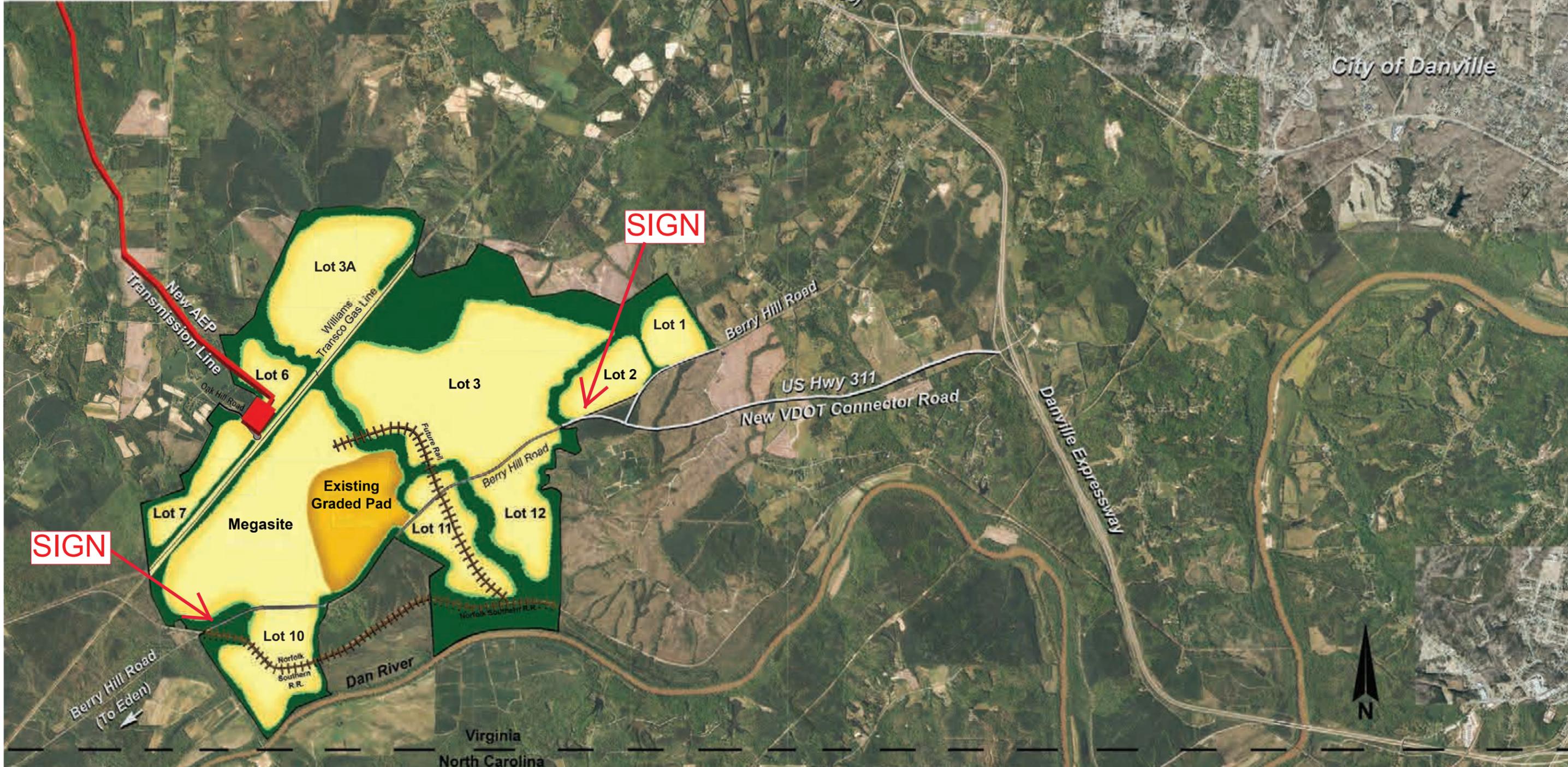
Scale: 1/4" = 1'-00"

Megasite logo approx. 5'-6" x 12'

Concept 1 (modified)

Jack Ritchie, RLA
Dewberry Engineers Inc.
August 8, 2019





SIGN

SIGN

City of Danville



Danville-Pittsylvania Regional Industrial Facility Authority

Executive Summary

Agenda Item No.:	Item 5C
Meeting Date:	07/13/2020
Subject:	Resolution 2020-07-13-5C Matthew D. Rowe, Director of Economic Development
From:	Pittsylvania County Mr. Bradner/Mr. Harden

SUMMARY

Consideration of Resolution 2020-07-13-5C, authorizing the Authority to apply for the repurposing of Tobacco Commission Grant #3358.

ATTACHMENTS

Resolution

Resolution No. 2020-07-13-5C

A RESOLUTION AUTHORIZING THE AUTHORITY TO APPLY FOR THE REPURPOSING OF FUNDS FROM VIRGINIA TOBACCO REGION REVITALIZATION COMMISSION GRANT NO. 3358 TO GRADE AND TO DEVELOP CERTAIN OUTPARCELS OF THE AUTHORITY'S SOUTHERN VIRGINIA MEGASITE AT BERRY HILL PROJECT

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

WHEREAS, the Authority initially applied for the Virginia Tobacco Region Revitalization Commission (the "**Commission**") Grant No. 3358 (the "**Grant**") in support of Project Lignum, which project has expired and was not completed, with the Grant's deadline being January 29, 2021; and

WHEREAS, the Authority wishes to repurpose the remaining Grant funds by grading and developing certain outparcels of the Authority's Southern Virginia Megasite at Berry Hill project (the "**SVM**") in further development of the SVM; and

WHEREAS, the Authority has determined that it is in the best interests of the Authority and of the citizens of Pittsylvania County and the City of Danville, Virginia, for the Authority to apply to the Commission for repurposing the Grant funds to grade and develop certain outparcels of the SVM in further development of the SVM.

NOW, THEREFORE, BE IT RESOLVED, that

1. The Authority hereby authorizes staff to apply to the Commission to repurpose the remaining Grant funds for grading and developing certain outparcels in the SVM (the "**Grant Repurposing Application**").
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 Grant Repurposing Application, 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 Grant Repurposing Application 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 July 13, 2020, 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 13th day of July 2020.

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:	07/13/2020
Subject:	Resolution 2020-07-13-5D
From:	Matthew D. Rowe, Director of Economic Development Pittsylvania County

SUMMARY

Consideration of Resolution 2020-07-13-5D, authorizing a letter of support for Pittsylvania County's application to the Tobacco Commission, for relocation of the existing kV transmission line.

ATTACHMENTS

Resolution

Resolution No. 2020-07-13-5D

A RESOLUTION AUTHORIZING A LETTER OF SUPPORT FOR PITTSYLVANIA COUNTY'S APPLICATION TO THE VIRGINIA TOBACCO REVITALIZATION COMMISSION FOR A GRANT TO FACILITATE THE RELOCATION OF THE EXISTING KV TRANSMISSION LINE IN THE AUTHORITY'S SOUTHERN VIRGINIA MEGASITE AT BERRY HILL PROJECT, 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, the Authority, pursuant to Resolution No. 2018-09-10-5A, entered into that certain Performance Agreement (the "**Performance Agreement**"), dated September 10, 2018, with Appalachian Power Company, a Virginia public service corporation ("**APCo**"), for the provision of electric power service in the Authority's Southern Virginia Megasite at Berry Hill project (the "**SVM**"), located in Pittsylvania County, Virginia; and

WHEREAS, the Authority is seeking Quest Site Solutions' Megasite Certification (the "**Megasite Certification**") for the SVM in order to better market and prepare for future development of the SVM; and

WHEREAS, the Authority, in order to complete the Megasite Certification, needs to relocate one of APCo's kV transmission lines within the SVM; and

WHEREAS, pursuant to the Performance Agreement, the Authority may advance certain Payments (as defined in the Performance Agreement) funded by the County of Pittsylvania, Virginia (the "**County**") and/or the City of Danville, Virginia (the "**City**"), including the costs to relocate APCo's kV transmission line located within the SVM that is required for the Megasite Certification; and

WHEREAS, the County wishes to apply for a grant (the "**Grant Application**") from the Virginia Tobacco Revitalization Commission (the "**Commission**") to facilitate the relocation of the kV transmission line; and

WHEREAS, the Authority has determined that it is in the best interests of the Authority and of the citizens of the County and the City, for the Authority to authorize a letter of support ("**Letter of Support**") for the County's Grant Application to the Commission in order to facilitate the relocation of the kV transmission line located within the SVM in order to obtain the Megasite Certification.

NOW, THEREFORE, BE IT RESOLVED, that

1. The Authority hereby authorizes a Letter of Support for the County's Grant Application to the Commission in order to facilitate the relocation of APCo's kV transmission line located within the SVM; however, any such Letter of Support shall not commit the Authority to make any appropriations.

Resolution No. 2020-07-13-5D

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 July 13, 2020, 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 13th day of July 2020.

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

(SEAL)

Danville-Pittsylvania Regional Industrial Facility Authority

Executive Summary

Agenda Item No.:	Item 5E
Meeting Date:	07/13/2020
Subject:	Resolution 2020-07-13-5E
From:	Kenneth C. Gillie, Jr., Director of Community Development/ Zoning Administrator, City of Danville

SUMMARY

Consideration of Resolution 2020-07-13-5E approving the building plans for the proposed Center for Manufacturing Advancement on Lot 12B in the Cyber Park.

ATTACHMENTS

No written resolution.

Danville-Pittsylvania Regional Industrial Facility Authority

Executive Summary

Agenda Item No.:	Item 5F
Meeting Date:	July 13, 2020
Subject:	Financial Status Reports – June 30, 2020
From:	Michael L. Adkins, Authority Treasurer

SUMMARY

A review of the financial status reports through June 30, 2020 will be provided at the meeting. The financial status reports as of June 30, 2020 are attached for the DPRIFA Board's review.

RECOMMENDATION

Staff recommends approving the financial status reports as of June 30, 2020 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. Monthly Checks
- I. Unaudited Financial Statements

Danville-Pittsylvania Regional Industrial Facility Authority

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

As of June 30, 2020

Funding	Funding	Budget / Contract Amount	Expenditures	Encumbered	Unexpended / Unencumbered
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}		79,381.00	48,126.62	31,254.38	
Land		-	2,792,945.57	-	
Demolition services		71,261.62	71,261.62	-	
Legal fees		-	242,623.83	-	
CCC - Lots 3 & 9 project - RIFA Local Share ⁶		142,190.00	112,464.98	-	
Other expenditures		-	347,194.30	-	
Total	\$ 7,578,582.12	\$ 4,318,640.12	\$ 7,541,633.28	\$ 31,254.38	\$ 5,694.46

Notes:

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

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

³ Project completed under budget

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

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

⁵ The budget amount decreased \$71,279.61 from the 9/30/2010 reports. This amount represented the remaining budget amount carried from the \$1.7 SP grant upon its expiration for the following contracts: Wetland Delineation, Wetland Bank Plan Rev., Stream Concept Plan, & Stream Attribute Plan. Per Shawn Harden of Dewberry, these contracts are complete and finished under budget. The only contract that remains open is for Wetland Monitoring and the budget, expended, and encumbered amounts included here are only for this contract.

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

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

Road Summary-Cane Creek Parkway:

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

Funding Summary - Cane Creek Parkway

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

Danville-Pittsylvania Regional Industrial Facility Authority

General Expenditures for Fiscal Year 2020

As of June 30, 2020

	<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	260,000.00				
Contingency					
Miscellaneous contingency items		\$ 24,154.23	\$ 23,261.19	\$ -	\$ 893.04
Total Contingency Budget		<u>24,154.23</u>	<u>23,261.19</u>	<u>-</u>	<u>893.04</u>
Legal		260,000.00	250,217.93	-	9,782.07
Accounting		22,175.00	21,750.00	-	425.00
Annual Bank Fees		605.00	-	-	605.00
Postage & Shipping		100.00	-	-	100.00
Meals		4,000.00	3,492.37	-	507.63
Utilities		400.00	337.70	-	62.30
Insurance		3,000.00	2,337.00	-	663.00
Total		<u>\$ 314,434.23</u>	<u>\$ 314,434.23</u>	<u>\$ -</u>	<u>\$ 13,038.04</u>

Danville-Pittsylvania Regional Industrial Facility Authority
Southern Virginia Megasite at Berry Hill - Funding Other than Bond Funds
As of June 30, 2020

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	3,700,000.00				
VA Economic Development Partnership MEI Grant Funds	577,503.14				
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		181,890.19	181,890.19	-	
604 Buford Road		361,896.60	361,896.60	-	
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	160,500.00	624,000.00	
Dewberry Engineers		78,950.00	70,650.00	8,300.00	
Appalachian Power Company		1,655,000.00	380,000.00	1,275,000.00	
Banister Bend Farm, LLC		-	199,064.00	-	
Transfer available funds to "Berry Hill Mega Park - Lot 4 Site Development" Project ⁸		-	11,203.15	-	
Total	\$ 18,509,027.97	\$ 17,539,844.58	\$ 15,828,637.87	\$ 1,910,270.71	\$ 770,119.39

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 June 30, 2020

Funding	Funding	<u>Budget / Contract Amount</u>	<u>Expenditures</u>	<u>Encumbered</u>	<u>Unexpended / Unencumbered</u>
Tobacco Commission FY12 Megasite Allocation	\$ 6,208,153.00				
Local Match for TIC FY12 Megasite Allocation - County Portion 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	1,674,637.81	32,925.00	
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		11,860.00	11,860.00	-	
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		1,672,293.00	941,521.08	730,771.92	
Transfers to "General Expenditures Fiscal Year 2015" Contingency ³					
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	\$ 7,900,026.56	\$ 7,129,005.74	\$ 771,020.82	\$ <u>329.59</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 (\$108,603.35 of expenditures for Dewberry Engineers, Inc. was also transferred from remaining unexpended and unencumbered costs under Amendment #4)

Danville-Pittsylvania Regional Industrial Facility Authority

Southern Virginia Megasite at Berry Hill - Lot 8 Site Development

As of June 30, 2020

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

Danville-Pittsylvania Regional Industrial Facility Authority

Southern Virginia Megasite at Berry Hill - Water & Sewer

As of June 30, 2020

	<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	\$ 4,840,977.86				
Local Match for Contractual Services	274,926.43				
Local Match for Property & Imp.	262,960.00				
TIC #3011 Water System Improvements Phase II					
Tobacco Commission Grant 3011	2,241,567.00				
Local Match for Property & Imp.	224,160.00				
City of Danville Utilities	1,949,168.76				
Expenditures					
Dewberry Engineers Inc.		1,019,764.99	622,619.99	397,145.00	
Haymes Brothers, Inc. - Phase I Sanitary Sewer		5,092,668.30	5,092,668.30	-	
Haymes Brothers, Inc. - Phase I Sanitary Sewer (City)		1,335,128.76	-	1,335,128.76	
C.W. Cauley & Son - Phase 1 Water		1,843,540.00	950,565.25	892,974.75	
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	\$ 9,793,760.05	\$ 9,328,673.05	\$ 6,703,424.54	\$ 2,625,248.51	\$ <u>465,087.00</u>

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

<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>		
<i>Carryforward</i>	\$ 726,050.44			
<i>Current Lessees</i>				
Institute for Advanced Learning and Research (IALR) ¹		\$ 25,412.50	\$ 304,950.00	
Mountain View Farms of Virginia, L.C.			1,200.00	
Osborne Company of North Carolina, Inc.		1,000.00	1,000.00	
Capital Outdoor, Inc.		2,000.00	4,000.00	
<i>Total Rent</i>		<u>\$ 28,412.50</u>	<u>\$ 311,150.00</u>	
<i>Interest Received</i> ²		\$ 77.43	\$ 5,382.43	
<i>Miscellaneous Income</i>			\$ 967,911.95	
<i>Expenditures</i>				
Hawkins Research Bldg. Property Mgmt. Fee			\$ 279,537.50	
Transfer to General Expenditures budget			\$ 260,000.00	
Disbursements for Gerfertec incentives			\$ 33,834.68	
Disbursements for Harlow Fastech incentives			\$ 367,214.98	
Refunded fees			\$ 10,000.00	
<i>Totals</i>	<u>\$ 726,050.44</u>	<u>\$ 28,489.93</u>	<u>\$ 1,284,444.38</u>	<u>\$ 950,587.16</u>
			Restricted ¹	\$ 339,107.56
			Unrestricted	\$ 221,455.79
			Committed	\$ 499,344.31

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 Ind. Facility Authority
Check Detail
June 2020

Check Number	Date	Vendor Name	Paid Amount
WIRE	06/20/2020	City of Danville, VA	30.70
WIRE	06/24/2020	Harland Checks	59.72
2327	05/11/2020	Dewberry Engineers Inc.	202,295.00
2334	06/08/2020	Dewberry Engineers Inc.	38,940.00
2335	06/08/2020	Christian & Barton, LLP	38,333.75
2336	06/08/2020	Institute for Adv Learning & Research	2,114.67
2337	06/08/2020	Institute for Adv Learning & Research	25,412.50
2338	06/08/2020	Institute for Adv Learning & Research	206.32

Danville-Pittsylvania Regional Industrial Facility Authority
Statement of Net Position ^{1, 2}
June 30, 2020*

	Unaudited FY 2020
Assets	
<i>Current assets</i>	
Cash - checking	\$ 1,363,966
Cash - money market	455,874
<i>Total current assets</i>	1,819,840
<i>Noncurrent assets</i>	
Restricted cash - project fund CCC bonds	43,449
Restricted cash - debt service fund CCC bonds	37,477
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>	61,047,387
Total assets	62,867,227
Liabilities	
<i>Current liabilities</i>	
Unearned income	3,475
Bonds payable - current portion	444,740
<i>Total current liabilities</i>	448,215
<i>Noncurrent liabilities</i>	
Bonds payable - less current portion	1,675,000
<i>Total noncurrent liabilities</i>	1,675,000
Total liabilities	2,123,215
Net Position	
Net investment in capital assets	58,890,170
Restricted - debt reserves	37,477
Unrestricted	1,816,365
Total net position	\$ 60,744,012

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.

Danville-Pittsylvania Regional Industrial Facility Authority
Statement of Revenues and Expenses and Changes in Fund Net Position
June 30, 2020*

	Unaudited FY 2020
Operating revenues	
Virginia Tobacco Commission Grants	2,055,503
Rental income	309,150
Other Income	1,277,799
Total operating revenues	3,642,452
Operating expenses⁴	
Mega Park expenses ³	3,728,275
Cane Creek Centre expenses ³	107,458
Cyber Park expenses ³	707,324
Professional fees	134,023
Other operating expenses	42,311
Total operating expenses	4,719,391
Operating income (loss)	(1,076,939)
Non-operating revenues (expenses)	
Interest income	11,068
Interest expense	(50,087)
Total non-operating expenses, net	(39,019)
Net income (loss) before capital contributions	(1,115,958)
Capital contributions	
Contribution - City of Danville	1,024,919
Contribution - Pittsylvania County	438,960
Total capital contributions	1,463,879
Change in net position	347,921
Net position at July 1, 2019	60,396,091
Net position at June 30, 2020	\$ 60,744,012

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.

⁵ Please note this statement will change once all FY2020 entries are made and may also change depending on audit adjustments, if any, for FY2020 and the nature of those audit adjustments.

Danville-Pittsylvania Regional Industrial Facility Authority
Statement of Cash Flows
*June 30, 2020**

	<u>Unaudited FY 2020</u>
Operating activities	
Receipts from grant reimbursement requests	\$ 2,055,503
Receipts from leases	309,148
Other receipts	1,277,382
Payments to suppliers for goods and services	<u>(4,911,876)</u>
Net cash used by operating activities	<u>(1,269,843)</u>
Capital and related financing activities	
Capital contributions	1,463,879
Interest paid on bonds	(69,066)
Principal repayments on bonds	<u>(1,350,000)</u>
Net cash provided by capital and related financing activities	<u>44,813</u>
Investing activities	
Interest received	<u>11,068</u>
Net cash provided by investing activities	<u>11,068</u>
Net increase (decrease) in cash and cash equivalents	(1,213,962)
Cash and cash equivalents - beginning of year (including restricted cash)	<u>3,114,728</u>
Cash and cash equivalents - through June 30, 2020 (including restricted cash)	<u>\$ 1,900,766</u>
Reconciliation of operating loss before capital contributions to net cash used by operating activities:	
Operating income (loss)	\$ (1,076,939)
Changes in assets and liabilities:	
Change in prepaids	254
Change in accounts payable	(192,741)
Change in unearned income	<u>(417)</u>
Net cash used by operating activities	<u>\$ (1,269,843)</u>

Components of cash and cash equivalents at June 30, 2020:

American National - Checking	\$ 1,363,966
American National - General money market	455,874
Wells Fargo - \$7.3M Bonds CCC Debt service fund	37,477
Wells Fargo - \$7.3M Bonds CCC Project fund	43,449
	<u>\$ 1,900,766</u>

Danville-Pittsylvania Regional Industrial Facility Authority

Executive Summary

Agenda Item No.: Item 6ABCDEFG

Meeting Date: 07/13/2020

Subject: Closed Session

From: Chairman

- 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; and
- 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; and
- D. As permitted by Virginia Code § 2.2-3711(A)(8) for consultation with Mr. Guanzon regarding specific legal matters requiring the provision of legal advice by Mr. Guanzon.

RETURN TO OPEN SESSION

- E. Reinstatement/Unmuting of Conference Line.
- F. Confirmation of Motion and Vote to Reconvene in Open Meeting.
- G. Motion to Certify Closed Meeting.

Danville-Pittsylvania Regional Industrial Facility Authority

Executive Summary

Agenda Item No.: Item 7
Meeting Date: 07/13/2020
Subject: Communications
From: Board Members and Staff

A. Authority Board Members

- Appointments to the Ad Hoc Committee re reviewing RFP's for legal services and Setting candidate interviews – Chairman Robert W. Warren

B. Staff