

DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY  
Minutes  
November 12, 2012

The Regular Meeting of the Danville-Pittsylvania Regional Industrial Facility Authority convened at 12:20 p.m. on the above date in the Danville Regional Airport Conference Room, 424 Airport Drive, Danville, Virginia. Present were City of Danville Members Chairman Sherman M. Saunders and Fred O. Shanks, III. Alternate J. Lee Vogler was absent. Pittsylvania County Members present were Alternate Jessie L. Barksdale. Vice Chairman Coy E. Harville and James Snead were absent.

City/County staff members attending were: County Administrator Dan Sleeper, Deputy City Manager David Parrish, Danville Finance Director/Authority Treasurer Barbara Dameron, Assistant County Administrator for Planning & Development Gregory Sides, City of Danville Director of Planning Kenny Gillie, City of Danville Project Manager Corrie Teague, Public and Governmental Affairs Consultant Lynwood Wright, City of Danville Senior Accountant Patricia Conner, Clement and Wheatley Attorneys Michael Guanzon and Stuart Pearson and Secretary to the Authority Susan DeMasi.

Chairman Saunders called the Meeting to order.

**PUBLIC COMMENT PERIOD**

No one desired to be heard.

**APPROVAL OF MINUTES OF THE OCTOBER 9, 2012 MEETING**

Upon **Motion** by Mr. Barksdale and **second** by Mr. Shanks, Minutes of the October 9, 2012 meeting were approved as presented. Draft copies had been distributed to Authority Members prior to the Meeting.

**NEW BUSINESS**

**5A. CONSIDERATION – RESOLUTION NO. 2012-11-12-5A – APPROVING A NEW EXHAUST SYSTEM TO SERVICE THE SENTEC BUILDING**

City of Danville Director of Planning Kenny Gillie noted that the company is planning to move the exhaust system as the material coming out of the exhaust is reacting with the copper in the air conditioning system. The company wants to move it over and up; this will disburse the exhaust so it will not interfere with the air conditioning system. It is visible from a public way although the difference will not be noticeable as it is only 20 feet from where it is now.

Mr. Shanks **moved** adoption of *Resolution 2012-11-12-5A, approving a new exhaust system to service the SEnTeC building located in the Authority's Cyber Park project in Danville, Virginia, as presented at this meeting. (No written Resolution for this item.)*

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

VOTE: 3-0  
AYE: Barksdale, Saunders and Shanks (3)  
NAY: None (0)

DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY  
Minutes  
November 12, 2012

**5B. CONSIDERATION – RESOLUTION 2012-11-12-5B – APPROVING EXECUTION AND DELIVERY OF A PERFORMANCE GRANT AGREEMENT – THE AUTHORITY, CITY OF DANVILLE AND CBN SECURE TECHNOLOGIES, INC.**

Lynwood Wright congratulated and thanked Authority attorney Michael Guanzon in accepting CBN's offer to give the Authority a Letter of Credit in the amount of the grant covering their performance under the terms of the grant agreement. Mr. Wright noted he believed the Authority was well covered and hoped that the RIFA Board would approve this.

Mr. Barksdale **moved** adoption of *Resolution 2012-11-12-5B, approving the execution and delivery of that certain Performance Grant Agreement by and among the Authority, the City of Danville, and CBN Secure Technologies, Inc., ("CBN"), a Florida corporation, with the consent of the County of Pittsylvania, pertaining to the expansion of CBN's facility located at 350 Stinson Drive (Tax PIN 78461), in the Authority's Cyber Park project in Danville, Virginia, including without limitation a \$150,000 grading grant from the Authority in exchange for CBN's creation of 25 new jobs and for new total taxable capital investments and the purchase of new equipment of at least \$8,200,000 in value.*

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

VOTE: 3-0  
AYE: Barksdale, Saunders and Shanks (3)  
NAY: None (0)

**5C. CONSIDERATION – NOTICE FROM DANVILLE BOARD OF ZONING APPEALS REGARDING VARIANCE FOR CBN LOCATED AT THE AUTHORITY'S CYBER PARK**

City of Danville Director of Planning Kenny Gillie noted the Zoning Code allows two drive entrances on properties and CBN has requested three drive entrances to obtain a third curb cut. They are required to obtain a variance from the Board of Zoning Appeals. They have requested the variance and it will go before the Board of Zoning Appeals this Thursday.

Chairman Saunders noted that the RIFA Board supports this and asked for comments from Board Members. Mr. Shanks noted that the Board had a discussion of this at the last meeting and noted that he believed at the time it was the intent not to oppose this. That being his understanding, Mr. Shanks **moved** that the Board return the form to the Board of Zoning Appeals as "Not Opposed".

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

VOTE: 3-0  
AYE: Barksdale, Saunders and Shanks (3)  
NAY: None (0)

**5F. FINANCIAL REPORT AS OF OCTOBER 31, 2012**

Authority Treasurer Barbara Dameron noted that there were minimal expenditures except for the debt service paid on the Mega Park bonds for \$5,700,000. Ms. Dameron stated she believed she saw an email this morning that those funds have been received back in, if that

DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY  
Minutes  
November 12, 2012

is the case then the Authority will be sending that money back to the localities. There were no changes in the Cane Creek Bonds. The authority spent \$19,324 in general expenditures, about \$12,000 was for legal and from that \$6,000 related to general and about \$5,000 to the Mega Park. Brown, Edwards was also paid a \$6,500 interim payment for the audit and the remainder of that balance was for meals and utilities. No changes to Mega Park Funding or to Funds Available for Appropriation. The Authority did receive \$3,222 from the Institute and \$300 from Securitas. Axxor was reimbursed for \$500 that they had overpaid to the Authority.

Mr. Shanks **moved** to approve the Financial Report as of October 30, 2012. The Motion was **seconded** by Mr. Barksdale and approved by the following vote:

VOTE: 3-0  
AYE: Barksdale, Saunders and Shanks (3)  
NAY: None (0)

**6A. - CLOSED SESSION**

Chairman Saunders noted that during closed session all matters discussed will involve receiving advice from legal counsel, and as such all communications during the closed session shall be considered attorney-client privileged.

At 12:34 p.m., Mr. Shanks **moved** that the Meeting of the Danville-Pittsylvania Regional Industrial Facility Authority be recessed in a Closed Meeting as permitted by Section 2.2-3711(A)(7) of the Code of Virginia, 1950, as amended, for consultation with the Authority's legal counsel, Clement & Wheatley, and briefings by the Authority staff or consultants on *Danville-Pittsylvania Regional Industrial Facility Authority v. AVRC, Inc.*, Case No. CL 12000634-00, in the Circuit Court for the City of Danville, where such consultation or briefing in open meeting would adversely affect the negotiating or litigating posture of the Authority.

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

VOTE: 3-0  
AYE: Barksdale, Saunders and Shanks (3)  
NAY: None (0)

Upon **Motion** by Mr. Shanks and **second** by Mr. Barksdale, and by unanimous vote at 12:53 p.m., the Authority returned to open meeting.

Mr. Barksdale **moved** adoption of the following Resolution:

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

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

DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY  
Minutes  
November 12, 2012

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:

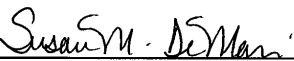
VOTE: 3-0  
AYE: Barksdale, Saunders and Shanks (3)  
NAY: None (0)

**COMMUNICATIONS**

There were no communications from Members or Staff.

MEETING ADJOURNED AT 12:55 P.M.

  
\_\_\_\_\_  
Vice Chairman

  
\_\_\_\_\_  
Secretary to the Authority