



PITTSYLVANIA COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY

TUESDAY, MARCH 9, 2021; 6:00 P.M.; CHATHAM COMMUNITY CENTER (GALLERY ROOM); 115 SOUTH MAIN STREET, CHATHAM, VIRGINIA 24531

AGENDA

- I. CALL TO ORDER**
- II. ROLL CALL**
- III. ANY ADDITIONS/REVISIONS TO AGENDA**
- IV. APPROVAL OF AGENDA**
- V. CONSENT AGENDA**
 - A. February Meeting Minutes Approval
 - B. Financials Approval
- VI. PRESENTATION**
 - A. County/RIFA Sites Overview with Brian Bradner (Dewberry Engineers); (6:00 PM; Zoom Call)
- VII. NEW BUSINESS**
 - A. IDA Email Accounts Update (*Budd*)
 - B. Non-disclosure Agreements Discussion (*Hunt*)
- IX. MATTERS FROM IDA MEMBERS**
- X. CLOSED SESSION**
 - A. Discussion concerning a prospective business or industry or the expansion of an existing business or industry where no previous announcement has been made of

the business' or industry's interest in locating or expanding its facilities in the community.

Authority: Virginia Code § 2.2-3711(A)(5)
Subject Matters: Projects Nursery, Recycle, Raven, Squared, Solomon, and Matterhorn
Purpose: Updates on Prospective/Unannounced Businesses/Industries

XI. RETURN TO OPEN SESSION & CLOSED SESSION CERTIFICATION

A. Closed Session Certification

XII. ADJOURNMENT

Agenda Section:	Consent (Section V(A))
Agenda Title:	IDA February Minutes Approval
Staff Contact:	SM
Agenda Date:	March 9, 2021
Attachments:	1 (IDA Minutes)

SUMMARY:

For the IDA's review and consideration, the February 2021 IDA Minutes are attached.

RECOMMENDATION:

County Staff recommends the IDA approve the attached IDA Minutes as presented.

MOTION:

"By approving the Consent Agenda, I make a Motion to approve the attached IDA Minutes as presented."

PITTSYLVANIA COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY

TUESDAY, FEBRUARY 9, 2021; 5:30 P.M.; CHATHAM COMMUNITY CENTER (GALLERY ROOM); 115 SOUTH MAIN STREET, CHATHAM, VIRGINIA 24531

MEETING MINUTES

I. CALL TO ORDER

Faucette called Meeting to Order at 5:30 PM.

II. ROLL CALL

IDA Members present: Faucette, Daniel, Nuckols, Haymore, Merricks, Reynolds, and Lovelace (note: Lovelace not sworn in yet; Lovelace did not vote on any IDA matters). County Staff present: Rowe, McCulloch, Hunt, Budd, and Van Der Hyde.

III. REVISIONS TO AGENDA

Addition of Project Cyber to Closed Session.

IV. APPROVAL OF AGENDA

On Motion by Haymore, second by Nuckols, revised Agenda unanimously approved.

V. APPROVAL OF CONSENT AGENDA

- A. **January IDA Meeting Minutes Approval**
- B. **IDA Financials Approval**

On Motion by Daniel, second by Nuckols, Consent Agenda unanimously approved.

VI. PRESENTATIONS

A. Economic Development Regional Presentation with Matthew Rowe and Linda Hudson Green

Rowe introduced Green, who presented information about the Southern Virginia Regional Alliance (“SVRA”), its relation to the state and the flow of prospects. She also discussed her role as SVRA Director and the relationship between its member localities (Pittsylvania, Danville, Patrick, Halifax, Stuart, and South Boston). Green emphasized the Megasite’s importance in the State. It is the only Megasite of its size in Virginia. It is in the process of becoming certified by Quest, which will help it gain prominence in lists held by Site Selectors. Green also discussed the Virginia Talent Accelerator Program, of which the County’s Morgan Olson was the first participant.

Daniel asked why Martinsville/Henry County was not a member of SVRA. Green responded that Heath, its Director, prefers to work alone. Daniel asked for more information about the Megasite. Green said that Rowe would do a deeper dive in his presentation.

Rowe presented the Regional Presentation to show how the team would market the region to an Automotive Original Equipment Manufacturer. He showed three (3) videos about the quality of life, Workforce Development Programs, and the Megasite

Reynolds asked about the schedule for the SVMS Connector Road. Rowe said it was originally scheduled to be completed in 2025, and now it could be completed in 2023 as a four (4)-lane road instead of a two (2)-lane road. It will run from the Danville Expressway to Oakhill Farm Road and lead to the site.

V. NEW BUSINESS

A. New IDA Member Welcome and Introduction (Timothy Reynolds)

Faucette and Rowe welcomed Reynolds to the IDA.

B. Revised IDA Bylaws Adoption

Hunt discussed the revised Bylaws. Revisions included the stipend (\$150/month); travel reimbursement (only if the members leave the County for IDA business); Organization Meeting changed from December to January; additions to the Order of Business; and moving from calendar year to fiscal year. On Motion by Nuckols second by Merricks, revised IDA Bylaws unanimously approved.

C. IDA Information/Discussion Items/Presentation

1. Best Date/Time of Recurring IDA Meetings

By consensus, IDA agreed to meet the second Tuesday of every month at 6:00 PM in the Chatham Community Center (Gallery Room).

2. Staff Discussion (role and relationship to IDA)

Rowe said Hunt handles legal matters and he is the liaison between the IDA and Economic Development Committee and Board of Supervisors.

3. Closed Session Information Discussion

Hunt explained the process and expectations IDA Members. He emphasized respect of the confidentiality and what occurs in Closed Session is of the utmost importance.

4. Virginia FOIA Training

Hunt presented VA FOIA Training. Upon its completion, IDA Members are now certified for two (2) years.

Reynolds asked if his personal email was a public record under FOIA and Hunt said it was if IDA business was conducted therein. Merricks said he created a Gmail account for the IDA emails and correspondence. Hunt asked Budd if the County could provide emails for IDA Members and Budd said he would investigate costs of new licenses and present at the next IDA Meeting.

XI. MATTERS FROM IDA MEMBERS

None.

X. CLOSED SESSION

On Motion by Daniel, seconded by Haymore, the IDA unanimously voted to enter Closed Session at 7:48 P.M.

- A. **Discussion concerning a prospective business or industry or the expansion of an existing business or industry where no previous announcement has been made of the business' or industry's interest in locating or expanding its facilities in the community.**

Authority: Virginia Code § 2.2-3711(A)(5)
Subject Matters: Projects Matterhorn, Squared, Kooler, Orange, and Cyber
Purpose: Updates on Prospective/Unannounced Businesses/Industries

PITTSYLVANIA COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY'S
CLOSED MEETING CERTIFICATION

BE IT RESOLVED that at the Pittsylvania County Industrial Development Authority (“IDA”) Meeting on February 9, 2021, the IDA hereby certifies by a recorded vote that to the best of each IDA Member’s knowledge only public business matters lawfully exempted from the Open Meeting requirements of the Virginia Freedom of Information Act (“Act”) and identified in the Motion authorizing the Closed Meeting were heard, discussed, or considered in the Closed Meeting. If any IDA Member believes that there was a departure from the requirements of the Act, he shall so state prior to the vote indicating the substance of the departure. The Statement shall be recorded in the IDA's Minutes.

<u>Vote</u>	
John W. Daniel	Yes
Joey Faucette	Yes
Ronnie L. Haymore	Yes
Daniel Lovelace	(Not sworn in; No Vote)
Steven Merricks	Yes
Bill Nuckols	Yes
Timothy Reynolds	Yes

XI. MATTERS FROM CLOSED SESSION

Upon returning to Open Session at 8:06 PM, Daniel moved that the IDA join the Danville IDA in supporting the financing of the Cyber Park Shell Building as equal partners and having co-ownership in the facility. Said Motion was second by Haymore. Motion passed by votes of Faucette, Nuckols, Haymore, Daniel, and Merricks. Due to personal conflict, Reynolds abstained. Lovelace not allowed to vote due to not being sworn in.

XII. ADJOURNMENT

Faucette adjourned Meeting at 8:10 PM.

Agenda Section:	Consent (Section V(B))
Agenda Title:	IDA Financials Approval
Staff Contact:	KVH
Agenda Date:	March 9, 2021
Attachments:	2 (IDA Financials)

SUMMARY:

For the IDA's review and consideration, the most recent IDA financials are attached.

RECOMMENDATION:

County Staff recommends the IDA approve the attached IDA financials as presented.

MOTION:

"By approving the Consent Agenda, I make a Motion to approve the attached IDA financials as presented."

Pittsylvania County Industrial Development Authority

Balance Sheet

As of February 28, 2021

03/04/21

Accrual Basis

	<u>Feb 28, 21</u>
ASSETS	
Current Assets	
Checking/Savings	
10000 · BB&T-Regular Checking	428,617.02
101000 · First Citizens Checking	615,634.68
10300 · FCB-Panacea Reserve Account	102,650.49
Total Checking/Savings	<u>1,146,902.19</u>
Total Current Assets	1,146,902.19
Fixed Assets	
110000 · Inventory	1,303,700.00
15000 · Capital Assets	
150100 · Land	193,345.00
150200 · Industrial Building	713,118.00
Total 15000 · Capital Assets	<u>906,463.00</u>
160000 · Accumulated Depreciation	-40,686.80
Total Fixed Assets	<u>2,169,476.20</u>
Other Assets	
120100 · Notes Receivable-Intertape	2,729,436.69
121000 · Note Receivable-Panacea Equip	298,375.82
121100 · Notes Rec-Panacea Equip Reserve	-102,650.49
121500 · Note Receivable-Panacea Upfit	116,437.33
130000 · Interest Receivable	-400.00
Total Other Assets	<u>3,041,199.35</u>
TOTAL ASSETS	<u><u>6,357,577.74</u></u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Other Current Liabilities	
210000 · Security Deposit-Panacea	6,750.00
250000 · Note Payable-ANB-Intertape	2,828,303.54
253000 · Bond Payable-Panacea	899,139.00
Total Other Current Liabilities	<u>3,734,192.54</u>
Total Current Liabilities	3,734,192.54
Long Term Liabilities	
2532 · Note Payable-First Citizens-Pana	314,497.79
Total Long Term Liabilities	<u>314,497.79</u>
Total Liabilities	4,048,690.33
Equity	
30000 · Opening Balance Equity	2,465,936.96
32000 · Unrestricted Net Assets	-62,038.66
Net Income	-95,010.89
Total Equity	<u>2,308,887.41</u>
TOTAL LIABILITIES & EQUITY	<u><u>6,357,577.74</u></u>

8:41 AM

03/04/21

Accrual Basis

Pittsylvania County Industrial Development Authority
Bills Paid February 2021
February 2021

Type	Date	Num	Name	Split	Credit
10000 · BB&T-Regular Checking					
Check	02/19/2021	2179	First Citizens Bank	10300 · FCB-Panacea Reserve Account	9,000.00
Total 10000 · BB&T-Regular Checking					9,000.00
10200 · ANB-Axxor Property Account					
Check	02/23/2021	EFT	First Citizens Bank	101000 · First Citizens Checking	615,634.68
Total 10200 · ANB-Axxor Property Account					615,634.68
10300 · FCB-Panacea Reserve Account					
Check	02/19/2021	EFT		-SPLIT-	6,614.24
Check	02/19/2021	2179	First Citizens Bank	10000 · BB&T-Regular Checking	6,614.24
Total 10300 · FCB-Panacea Reserve Account					6,614.24
TOTAL					631,248.92

Agenda Section:	Presentations (Section VI(A))
Agenda Title:	County/RIFA Sites Overview Presentation (Bradner)
Staff Contact:	MDR
Agenda Date:	March 9, 2021
Attachment:	None

SUMMARY:

As part of the IDA's monthly educational sessions, Brian Bradner, of Dewberry, will present the County/RIFA Industrial Sites Overview Presentation at 6:00 PM via in-person presentation/Zoom Call. This item is for informational purposes only. No IDA action required.

Agenda Section:	New Business (Section VII(A))
Agenda Title:	Status of IDA Email Accounts
Staff Contact:	SB
Agenda Date:	March 9, 2021
Attachment:	None

SUMMARY:

County Staff will update the IDA on the status of obtaining IDA specific County email accounts.

Agenda Section:	New Business (Section VII(B))
Agenda Title:	IDA Nondisclosure Agreements (“NDA”)
Staff Contact:	JVH
Agenda Date:	March 9, 2021
Attachment:	NDA (1)

SUMMARY:

County Staff will review the attached NDA with IDA Members. County Staff will ask IDA Members to execute and return the NDA.

AGREEMENT TO MAINTAIN CONFIDENTIALITY

The undersigned acknowledges and agrees to the following:

1. I am a member of the Pittsylvania County Industrial Development Authority ("IDA").
2. It may be necessary for one (1) or more Pittsylvania County Board of Supervisors Members or County Staff to share in Closed Session certain confidential and proprietary information with the IDA (i) that will reasonably aid the IDA in its consideration of a topic that is a subject of the Closed Session; or (ii) that will reasonably aid the IDA in furthering its specific economic development strategy or transaction and in obtaining funding support from the County or another entity.
3. The information to be disclosed may be confidential, proprietary, and protected under Virginia Code § 2.2-3705.6(3) (confidential proprietary records voluntarily provided by a private business pursuant to a promise of confidentiality from the County), and used by the IDA 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 County and/or IDA, where competition or bargaining is involved and where disclosure of such information would adversely affect the financial interest of the County/IDA; such information being excluded from mandatory disclosure under Virginia Code § 2.2-3705.1(12).
4. I understand that the disclosure of this information in Closed Session is conditioned only upon my express agreement to all the terms and conditions set forth in this Agreement.
5. I understand and agree that any and all discussions, considerations, reports, written or electronic materials that occurred or are presented during Closed Session ("Confidential Information") are confidential and/or proprietary to a third-party who has disclosed this information to the County/IDA, conditioned on the County's/IDA's agreement to maintain such confidentiality.
6. Without the prior written consent of the IDA's legal counsel or the County Attorney, I shall not disclose or discuss any Confidential Information to anyone, except to (i) a current IDA Member/County Board of Supervisors Member/appropriate County Staff Member; (ii) a corporate officer of the IDA/County; or (iii) another recipient of the Confidential Information who was also in attendance of this Closed Session.
7. I acknowledge and understand that the IDA, the County, and the Pittsylvania County Board of Supervisors is relying upon my keeping the promises in this Agreement, and should I fail to do so, I may be held responsible for the irreparable and substantial harm that may have resulted.

Signature:

Date:

***** A COPY OF THIS SIGNED AGREEMENT WILL BE MAILED TO YOU. *****

Agenda Section:	Closed Session (Section X (A))
Agenda Title:	Closed Session
Staff Contact:	MDR
Agenda Date:	March 9, 2021
Attachment:	None

SUMMARY:

Virginia Code § 2.2-3711(A)(5) allows public bodies to enter into Closed Session for discussion concerning a prospective business or industry, or the expansion of an existing business or industry, where no previous announcement has been made of the business' or industry's interest in locating or expanding its facilities in the community.

RECOMMENDATION:

County Staff recommends the IDA vote to enter Closed Session based on the following”

Discussion concerning a prospective business or industry or the expansion of an existing business or industry where no previous announcement has been made of the business' or industry's interest in locating or expanding its facilities in the community.

Authority: Virginia Code § 2.2-3711(A)(5)
Subject Matters: Projects Nursery, Matterhorn, Squared, Recycle, and Raven
Purpose: Update on Prospective/Unannounced
Businesses/Industries”

MOTION:

“I make a Motion to enter Closed Session as presented on the Agenda and above.”

Agenda Section:	Return to Open Session & Closed Session Certificate (Section XI(A))
Agenda Title:	Closed Session Certificate
Staff Contact:	SM
Agenda Date:	March 9, 2021
Attachment:	None

SUMMARY:

Following Closed Session and re-entering Open Session, Susan McCulloch, IDA Secretary, will ask for the Closed Session to be legally certified by each IDA Member via the below Certificate:

**PITTSYLVANIA COUNTY INDUSTRIAL DEVELOPMENT
AUTHORITY'S
CLOSED MEETING CERTIFICATION**

BE IT RESOLVED that at the Pittsylvania County Industrial Development Authority (“IDA”) Meeting on March 9, 2021, the IDA hereby certifies by a recorded vote that to the best of each IDA Member’s knowledge only public business matters lawfully exempted from the Open Meeting requirements of the Virginia Freedom of Information Act (“Act”) and identified in the Motion authorizing the Closed Meeting were heard, discussed, or considered in the Closed Meeting. If any IDA Member believes that there was a departure from the requirements of the Act, he shall so state prior to the vote indicating the substance of the departure. The Statement shall be recorded in the IDA's Minutes.

	<u>Vote</u>
John W. Daniel	Yes/No
Joey Faucette	Yes/No
Ronnie L. Haymore	Yes/No
Daniel Lovelace	Yes/No
Steven Merricks	Yes/No
Bill Nuckols	Yes/No
Timothy Reynolds	Yes/No