

STAUNTON RIVER REGIONAL INDUSTRIAL FACILITY AUTHORITY

Minutes

April 12, 2019

The regular meeting of the Staunton River Regional Industrial Facility Authority was convened at 12:06 p.m. on the above date at the County Administration Building, 1 Center Street, Chatham, VA 24531. Present were Pittsylvania County members Chairman Elton W. Blackstock and alternate Dr. Charles H. Miller; Ben Farmer was absent. Town of Hurt members present were Vice-Chairman Gary Poindexter and Steve Watson; Collin Adams was absent. Town of Altavista members present were Mike Mattox, Wayne Mitchell and alternate Reggie Bennett. City of Danville members present were alternate J. Lee Vogler and Sherman Saunders, who arrived at 12:36pm; Mr. Shanks was absent.

County/Town/City staff members attending were: County Administrator David Smitherman; City Manager Ken Larking; Town of Altavista Manager Waverly Coggsdale, III; County Director of Economic Development Matt Rowe; Director of Finance Kim Van Der Hyde; County Project Manager Susan McCulloch; Executive Assistant Hollye Keesee; and Clement Wheatley Attorneys Jennifer H. Burnett and Michael Guanzon.

**ROLL CALL AND CONFIRMATION OF QUORUM**

Matthew D. Rowe, Secretary, read the roll call and confirmed that a quorum was present.

**CONFIRMATION OF CHANGE IN BOARD MEMBERS FOR TOWN OF ALTAVISTA**

Attorney Jennifer H. Burnett stated that Beverly Dalton, Vice-Mayor of the Town of Altavista would be unable to serve as a member of the Authority. The governing body of the Town of Altavista approved that Wayne Mitchell would be moved from an Alternate to a regular Board Member and Council member Reggie Bennett will serve as Alternate.

**APPOINTMENT OF HOLLYE M. KEESSEE, EXECUTIVE ASSISTANT, PITTSYLVANIA COUNTY ADMINISTRATION, AS SEVREATARY OF THE STAUNTON RIVER RIFA**

Attorney Jennifer H. Burnett stated that Ms. Keesee was unable to attend the first meeting of the Staunton River RIFA so Matthew Rowe was appointed as Secretary. Ms. Keesee will be taking over that role and will be the permanent Secretary

Mr. Mattox **moved** to accept Matthew Rowe's resignation and appoint Hollye Keesee, Executive Assistant, Pittsylvania County Administration, as Secretary of the Authority; the Motion was **seconded** by Mr. Vogler and unanimously approved.

**PUBLIC COMMENT PERIOD**

No one desired to be heard.

**APPROVAL OF MINUTES OF THE FEBRUARY 8, 2019 MEETING**

Upon **Motion** by Dr. Miller and **second** by Mr. Poindexter, Minutes of the February 8, 2019 Meeting were approved as presented.

### OLD BUSINESS

#### A. Report on Status of Development of Southern Virginia MultiModal Park – Matthew Rowe, Director, Economic Development, Pittsylvania County

Brownfield Grant was approved by the State in the amount of \$99,800. Agreement has been finalized and awaiting signature. Grant funds will come to the County to reimburse Hurt Partners for half of the cost to remove the smoke stacks. Staff is working with Mr. Guanzon on the development agreement for the option on the property. Staff to present the Agreement at the next meeting. Mr. Mattox had internal drive questions, who pays for excess of 500 linear feet of roadway.

#### B. Consideration of Resolution 2019-04-12-7B, approving the Authority Staff's recommendation that Clement & Wheatley continue to serve as General Legal Counsel to the Authority, and authorizing the Chairman of the Staunton River RIFA to enter into an amendment to the its engagement letter with Clement & Wheatley accordingly

Mr. Rowe stated that based on the services received and the quality of those services, Staff recommends to formalize an ongoing partnership with Clement & Wheatley to serve as full-time counsel for Staunton River Regional Industrial Authority.

Mr. Vogler **moved** to approve Resolution 2019-04-12-7B; the Motion was **seconded** by Mr. Poindexter and carried by the following vote:

VOTE: 7-0

AYE: Blackstock; Miller; Poindexter; Watson; Mattox; Mitchell; Vogler (7)

NAY: None (0)

### NEW BUSINESS

#### A. Financial Status Report as of March 31, 2019 – Kim Van Der Hyde, Director of Finance, Pittsylvania County

Ms. Van Der Hyde went over the current status of FY2019 budget and also provided a FY2020 budget.

Mr. Mitchell **moved** to accept the Treasurer's Report; the Motion was **seconded** by Mr. Vogler and unanimously approved.

#### B. Consideration of Resolution 2019-04-12-8B, approving the Authority's Fiscal Year 2019 Budget – Ms. Van Der Hyde [NO WRITTEN RESOLUTION]

Ms. Van Der Hyde stated that all localities funds have been received. There is currently a Request for Proposal out for Audit Services. Legal fees are expected to be \$41,000 by June 30, 2019. The Land Option payment is currently in both budgets. Possible that the payment would not be paid until after July 1, 2019, (FY2020). Most of the contributions have been obligated. Mr. Mitchell asked how legal fees are estimated. Ms. Van Der Hyde explained that Pittsylvania County paid for the legal fees and an invoice was

sent to SR RIFA to pay for legal service to establish SR RIFA. Mr. Poindexter asked if the budget was same year after year, Mr. Guanzon explained numerous budget process. Mr. Guanzon explained if there were to be a need to purchase additional land and there was not enough money in the budget then each locality would have to put forth funds to purchase.

Mr. Mattox **moved** to approve Resolution 2019-04-12-8B; the Motion was **seconded** by Mr. Mitchell and unanimously approved.

C. Consideration of Resolution 2019-04-12-8C, approving the Authority's Fiscal Year 2020 Budget – Ms. Van Der Hyde *[NO WRITTEN RESOLUTION]*.

Ms. Van Der Hyde explained the Budget was close to FY19 and that timing of option is critical.

Mr. Poindexter **moved** to approve Resolution 2019-04-12-8B; the Motion was **seconded** by Mr. Watson and unanimously approved.

D. Next Meeting Date/Time/Place

The next meeting was scheduled to be in Hurt. A meeting would need to be in May for the Development Agreement. It was decided that the next meeting would be on May 17, 2019 at Noon in Hurt.

#### **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 12:49 p.m. Mr. Mattox **moved** that the meeting of the Staunton River Industrial Facility Authority be recessed in a closed meeting for the following purposes:

A. 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) 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

B. 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 commonly known as the

Southern Virginia Multimodal Park, in Hurt, Virginia, where discussion in an open meeting would adversely affect the bargaining position or negotiating strategy of the Authority.

The Motion was **seconded** by Dr. Miller and carried by the following vote:

VOTE: 8-0

AYE: Blackstock; Miller; Poindexter; Watson; Mattox; Mitchell; Saunders; Vogler (8)

NAY: None (0)

### **RETURN TO OPEN SESSION**

#### **C. Confirmation of Motion and Vote to Reconvene in Open Meeting**

On **Motion** by Mr. Saunders and **seconded** by Mr. Mitchell and by unanimous vote at 1:38 p.m., the Authority returned to open meeting.

#### **D. Motion to Certify Closed Meeting**

Mr. Poindexter **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. Mattox and carried by the following vote:

VOTE: 8-0

AYE: Blackstock; Miller; Poindexter; Watson; Mattox; Mitchell; Saunders; Vogler (8)

NAY: None (0)

**COMMUNICATIONS**

Mr. Vogler asked the Board to keep Mr. Shanks in thoughts, his mother passed away the day before.

Dr. Miller expressed excitement over trip to see his newest grandchild, number fourteen.

Meeting adjourned at 1:40 p.m.



Chairman



Secretary to the Authority