

DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY

Minutes

August 10, 2020

A Meeting of the Danville-Pittsylvania Regional Industrial Facility Authority convened at 12:14 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 J. Lee Vogler, Jr., Sherman M. Saunders and Alternate Dr. Gary P. Miller. Pittsylvania County Members present were Chairman Robert W. Warren, Ronald S. Searce, and Alternate Vic Ingram.

City/County staff members attending were: City Manager Ken Larking, Deputy City Manager Earl Reynolds, Pittsylvania County Administrator David Smitherman, City of Danville 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 were Shawn Harden and Brian Bradner from Dewberry, and Linda Green from the Institute for Advanced Learning and Research, *City of Danville Accountant Henrietta Weaver attended the meeting electronically.*

Chairman Robert W. Warren presided, and welcomed Dr. Gary Miller, the City of Danville's new alternate member.

PUBLIC COMMENT PERIOD

No one present desired to be heard.

APPROVAL OF MINUTES OF THE JULY 13, 2020 MEETING

Upon **Motion** by Mr. Searce and **second** by Mr. Saunders, Minutes of the July 13, 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. 2020-08-10-5A APPROVING A RIGHT OF WAY AND EASEMENT AGREEMENT WITH MVP

City Manager Ken Larking stated they have everything negotiated as the Board requested, with a \$750,000 purchase price; staff was prepared to recommend this. Mr. Guanzon noted all the legal work was done as well; there had been an issue pertaining to engineering which has been resolved.

Mr. Searce **moved** for adoption of *Resolution No. 2020-08-10-5A, approving the execution and delivery of a right of way and easement agreement between the Authority and Mountain Valley Pipeline LLC, a Delaware limited liability company, under which the Authority would grant a fifty-foot pipeline right of way and easement over, through and along the northern margin of the Authority's Southern Virginia Megasite at Berry Hill project, located in Pittsylvania County, Virginia, and the compensation paid to the Authority shall be \$750,000.00*

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

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

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5B. FINANCIAL STATUS REPORTS AS OF JULY 31, 2020.

City of Danville Accountant Henrietta Weaver, gave the Financial Status report as of July 31, 2020, beginning with the Cane Creek Bonds which showed RIFA paid \$1,875 to Dewberry for Lot 3 Plat and Survey work, and \$5,215 to Christian & Barton for legal fees. General Expenditures for FY 2020 show RIFA paid \$20 to Trophy & Sign Center for a plaque, \$16 to Sue DeMasi for cupcakes, \$26,940 to Christian & Barton for legal fees, \$236 in meals and \$31 for Utilities. For General Expenditures for FY 2021, RIFA received \$25,000 each from both the City and the County for General Expenditures for FY 2021, paid \$75 to Luck's Lawn Care for tree cutting and removal in the Cyber Park, and \$2,353 for property and liability insurance. Berry Hill Funding Other than Bonds had no expenditures for July. Under Lot 4 Site Development, RIFA expended \$32,925 to Dewberry for work under Amendment #19 and \$687,257 to Haymes Brothers for Phase 1 Pad Expansion. Lot 8 Site Development showed no activity for July. Water and Sewer shows RIFA expended \$46,130 to Dewberry for work on Amendment #28, and \$6,310 to Dewberry for work on Amendment #20. Rent, Interest and Other Income shows RIFA received \$75 in interest and paid \$25,412 to the Institute for the Hawkins' maintenance. Rent Interest and Other Income for FY 2021 shows RIFA received \$25,412 in rent from the Institute, received \$1,057 from the County for their share of the Gefertec rent, and paid \$2,115 to the Institute for Gefertec rent.

Mr. Vogler **moved** to accept the Financial Report as presented. The Motion was **seconded** by Mr. Scarce and carried by the following vote:

VOTE: 4-0
AYE: Warren, Scarce, Saunders, Vogler (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 12:21 p.m. Mr. Scarce **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

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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 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 legal counsel employed or retained by a public body regarding specific legal matters requiring the provision of legal advice by such counsel.

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

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

RETURN TO OPEN SESSION

Reinstatement/Unmuting of Conference Line.

On **Motion** by Mr. Vogler and **second** by Mr. Scearce and by unanimous vote at 2:25 p.m., the Authority returned to open meeting.

Mr. Scearce **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. Vogler and carried by the following vote:

VOTE: 4-0

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AYE: Warren, Searce, Saunders, Vogler (4)

NAY: None (0)

NEW BUSINESS CONTINUED

7A. CONSIDERATION OF RESOLUTION NO. 2020-08-10-7A

Mr. Vogler **moved** that Agenda Item 7A be **removed** from the Agenda.

(Consideration of Resolution No. 2020-08-10-7A, recommending to the City Council of Danville, Virginia and the Board of Supervisors of Pittsylvania County, Virginia that they each adopt an Amended and Restated Cost-Revenue Sharing Agreement in order to enhance the Authority's ability to further develop its facilities and to promote economic growth.)

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

VOTE: 4-0

AYE: Warren, Searce, Saunders, Vogler (4)

NAY: None (0)

COMMUNICATIONS

Mr. Warren noted he would like to continue to thank staff for the great job they are doing, the Board appreciated it very much.

Meeting adjourned at 2:30 p.m.

APPROVED:

s/ Robert W. Warren
Chairman

s/ Susan M. DeMasi
Secretary to the Authority