**INDUSTRIAL DEVELOPMENT AUTHORITY OF DANVILLE, VIRGINIA**
**MINUTES OF MEETING**
**DECEMBER 18, 2018**

PURSUANT TO A WRITTEN NOTICE DATED DECEMBER 6, 2018, A COPY OF WHICH IS ATTACHED HERETO, A MEETING OF THE BOARD OF DIRECTORS OF THE INDUSTRIAL DEVELOPMENT AUTHORITY OF DANVILLE, VIRGINIA, WAS HELD IN THE FOURTH FLOOR CONFERENCE ROOM OF THE MUNICIPAL BUILDING ON TUESDAY, DECEMBER 18, 2018, AT 10:30 A.M.

THE FOLLOWING MEMBERS WERE PRESENT AND ABSENT:

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| PRESENT: | T. NEAL MORRIS, CHAIRMAN |
| | C.G. HAIRSTON, VICE CHAIRMAN |
| | RICHARD L. TURNER, TREASURER |
| | RUSSELL D. REYNOLDS, SECRETARY |
| | LANDON WYATT |
| | JOHN LARAMORE |
| | MAX R. GLASS |
| ABSENT: | |
| ALSO PRESENT: | W. CLARKE WHITFIELD, JR., CITY ATTORNEY |
| | KIMBERLY L. GIBSON, LEGAL ASSISTANT |
| | KEN LARKING, CITY MANAGER |
| | MICHAEL ADKINS, FINANCE DIRECTOR |
| | TELLY TUCKER, ECONOMIC DEVELPMENT |
| | CORRIE BOBE, ECONOMIC DEVELOPMENT |
| | KELVIN PERRY, ECONOMIC DEVELOPMENT |
| | LINWOOD WRIGHT, ECONOMIC DEVELOPMENT |

T. NEAL MORRIS, CHAIRMAN, CALLED THE MEETING TO ORDER AT 10:30 A.M.

**MINUTES**

COPIES OF THE MINUTES OF THE NOVEMBER 13, 2018, MEETING WERE DISTRIBUTED TO THE MEMBERS WITH THEIR AGENDA PACKET.

MOTION MADE BY MR. HAIRSTON; 2ND BY MR. LARAMORE

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| VOTE CARRIED AS: | MR. MORRIS | -AYE |
| | MR. WYATT | -AYE |
| | MR. LARAMORE | -AYE |

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|---|---|---|
| | MR. HAIRSTON | -AYE |
| | MR. TURNER | -AYE |
| | MR. REYNOLDS | -AYE |
| | DR. GLASS | -AYE |

**UPDATE ON FINANCES**

COPIES OF THE CURRENT FINANCIAL STATEMENTS WERE DISTRIBUTED TO THE MEMBERS.

MOTION MADE BY MR. HAIRSTON; 2ND BY MR. TURNER

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| VOTE CARRIED AS: | MR. MORRIS | -AYE |
| | MR. WYATT | -AYE |
| | MR. LARAMORE | -AYE |
| | MR. HAIRSTON | -AYE |
| | MR. TURNER | -AYE |
| | MR. REYNOLDS | -AYE |
| | DR. GLASS | -AYE |

**FINANCIAL AUDIT PRESENTATION**

SUSAN CHAPMAN, ONE OF THE AUDITORS, MADE A PRESENTATION GOING OVER THE IDA AUDIT.

**A MOTION WAS MADE TO APPROVE THE AUDIT REPORT AS PRESENTED IN THE WRITTEN FORM.**

MOTION MADE BY MR. LARAMORE; 2ND BY MR. TURNER

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| VOTE CARRIED AS: | MR. MORRIS | -AYE |
| | MR. WYATT | -AYE |
| | MR. LARAMORE | -AYE |
| | MR. HAIRSTON | -AYE |
| | MR. TURNER | -AYE |
| | MR. REYNOLDS | -AYE |
| | DR. GLASS | -AYE |

**RESOLUTIONS**

**A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT AUTHORITY OF DANVILLE, VIRGINIA RATIFYING THE EXECUTION OF A TERM LOAN COMMITMENT WITH VIRGINIA COMMUNITY CAPITAL IN THE AMOUNT OF FOUR MILLION FIVE HUNDRED THOUSAND DOLLARS ($4,500,000) AND APPROVING AND AUTHORIZING CONSTRUCTION OF A NEW INDUSTRIAL BUILDING FOR HARLOW FASTECH, LLC IN CYBER PARK.**

MOTION MADE BY MR TURNER; 2ND BY MR. HAIRSTON

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|---|---|---|
| VOTE CARRIED AS: | MR. MORRIS | -AYE |
| | MR. WYATT | -AYE |
| | MR. LARAMORE | -AYE |
| | MR. HAIRSTON | -AYE |
| | MR. TURNER | -AYE |
| | MR. REYNOLDS | -AYE |
| | DR. GLASS | -AYE |

**RESOLUTION OF THE INDUSTRIAL DEVELOPMENT AUTHORITY OF DANVILLE, VIRGINIA RATIFYING PRIOR ACTION TO ALLOW FOR THE EXECUTION OF THE LOCAL PERFORMANCE AGREEMENT FOR HARLOW FASTECH, LLC.**

MOTION MADE BY MR. REYNOLDS; 2ND BY DR. GLASS

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|---|---|---|
| VOTE CARRIED AS: | MR. MORRIS | -AYE |
| | MR. WYATT | -AYE |
| | MR. LARAMORE | -AYE |
| | MR. HAIRSTON | -AYE |
| | MR. TURNER | -AYE |
| | MR. REYNOLDS | -AYE |
| | DR. GLASS | -AYE |

**A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT AUTHORITY OF DANVILLE, VIRGINIA (IDA) APPROVING AND AUTHORIZING THE AUTHORITY TO ENTER INTO A COOPERATION AGREEMENT WITH DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY (RIFA).**

MOTION MADE BY MR. WYATT; 2ND BY MR. LARAMORE

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| VOTE CARRIED AS: | MR. MORRIS | -AYE |
| | MR. WYATT | -AYE |
| | MR. LARAMORE | -AYE |
| | MR. HAIRSTON | -AYE |
| | MR. TURNER | -AYE |
| | MR. REYNOLDS | -AYE |
| | DR. GLASS | -AYE |

**A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT AUTHORITY OF DANVILLE, VIRGINIA (IDA) APPROVING AND AUTHORIZING THE INSTALLATION OF A LOADING DOCK AND OVERHEAD DOOR FOR A COST NOT TO EXCEED THIRTY THREE THOUSAND DOLLARS ($33,000) FOR THE SPACE LEASED BY SOUTHERN STATES FROM THE IDA WAREHOUSE LOCATED AT 816 MONUMENT STREET.**

MOTION MADE BY MR. HAIRSTON; 2ND BY MR. REYNOLDS

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| VOTE CARRIED AS: | MR. MORRIS | -AYE |
| | MR. WYATT | -AYE |
| | MR. LARAMORE | -AYE |
| | MR. HAIRSTON | -AYE |
| | MR. TURNER | -AYE |
| | MR. REYNOLDS | -AYE |
| | DR. GLASS | -AYE |

**MR. LARAMORE MOVED THE MEETING BE RECESSED AND THE BOARD IMMEDIATELY RECONVENE IN EXECUTIVE CLOSED MEETING FOR THE PURPOSE OF DISCUSSION CONCERNING A PROSPECTIVE BUSINESS OR INDUSTRY OR THE EXPANSION OF AN EXISTING BUSINESS OR INDUSTRY WHERE NO PREVIOUS ANNOUNCEMENT HAS BEEN MADE AS PERMITTED BY SUBSECTION (A)(5) OF SECTION 2.2-3711 OF THE CODE OF VIRGINIA, 1950, AS AMENDED, DISCUSSION OR CONSIDERATION OF THE ACQUISITION/ DISPOSITION OF REAL PROPERTY FOR A PUBLIC PURPOSE WHERE DISCUSSION IN AN OPEN MEETING WOULD ADVERSELY IMPACT THE BARGAINING POSITION OF THE AUTHORITY AS PERMITTED BY SUBSECTION (A)(3) OF SECTION 2.2-3711 OF THE CODE OF VIRGINIA, 1950, AS AMENDED, AND CONSULTATION WITH LEGAL COUNSEL CONCERNING ACTUAL LITIGATION AND BRIEFINGS BY STAFF MEMBERS REGARDING SPECIFIC LEGAL MATTERS REQUIRING LEGAL ADVICE AS PERMITTED BY SUBSECTION (A) (7) OF SECTION 2.2-3711 OF THE CODE OF VIRGINIA, 1950 AS AMENDED.**

MOTION MADE BY MR TURNER; 2ND BY MR. HAIRSTON

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|---|---|---|
| VOTE CARRIED AS: | MR. MORRIS | -AYE |
| | MR. WYATT | -AYE |
| | MR. LARAMORE | -AYE |
| | MR. HAIRSTON | -AYE |
| | MR. TURNER | -AYE |
| | MR. REYNOLDS | -AYE |
| | DR. GLASS | -AYE |

**MR. LARAMORE MOVED THE MEETING IMMEDIATELY RECONVENE INTO AN OPEN MEETING. THE MOTION WAS SECONDED BY MR. HAIRSTON AND CARRIED WITH THE MEMBERS PRESENT VOTING AS FOLLOWS:**

MOTION MADE BY MR TURNER; 2ND BY MR. LARAMORE

| | | |
|---|---|---|
| VOTE CARRIED AS: | MR. MORRIS | -AYE |
| | MR. WYATT | -AYE |
| | MR. LARAMORE | -AYE |
| | MR. HAIRSTON | -AYE |
| | MR. TURNER | -AYE |

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|---|---|---|
| | MR. REYNOLDS | -AYE |
| | DR. GLASS | -AYE |

**UPON RECONVENING, MR. LARAMORE MOVED THAT THE BOARD ADOPT A RESOLUTION CERTIFYING THAT TO THE BEST OF EACH MEMBER'S KNOWLEDGE THAT (1) ONLY PUBLIC BUSINESS MATTERS LAWFULLY EXEMPTED FROM OPEN MEETING REQUIREMENTS UNDER SECTION 2.2-3711 AND (2) ONLY SUCH PUBLIC BUSINESS MATTERS AS WERE IDENTIFIED IN THE MOTION BY WHICH THE CLOSED MEETING WAS CONVENED WERE HEARD, DISCUSSED OR CONSIDERED IN THE CLOSED MEETING.**

MOTION MADE BY MR TURNER; 2ND BY MR. HAIRSTON

| | | |
|---|---|---|
| VOTE CARRIED AS: | MR. MORRIS | -AYE |
| | MR. WYATT | -AYE |
| | MR. LARAMORE | -AYE |
| | MR. HAIRSTON | -AYE |
| | MR. TURNER | -AYE |
| | MR. REYNOLDS | -AYE |
| | DR. GLASS | -AYE |

**A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT AUTHORITY OF DANVILLE, VIRGINIA APPROVING AND AUTHORIZING THE AUTHORITY TO ENTER INTO AN OPTION AGREEMENT TO PERFORM DUE DILIGENCE ON THE PROPERTY LOCATED AT 532 BRIDGE STREET DANVILLE, VIRGINIA.**

MOTION MADE BY MR REYNOLDS; 2ND BY MR. TURNER

| | | |
|---|---|---|
| VOTE CARRIED AS: | MR. MORRIS | -AYE |
| | MR. WYATT | -AYE |
| | MR. LARAMORE | -AYE |
| | MR. HAIRSTON | -AYE |
| | MR. TURNER | -AYE |
| | MR. REYNOLDS | -AYE |
| | DR. GLASS | -AYE |

**MEETING ADJOURNED**

MR. RUSSELL REYNOLDS
SECRETARY

T. NEAL MORRIS

CHAIRMAN