

DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY

Minutes

July 10, 2023

A Meeting of the Danville-Pittsylvania Regional Industrial Facility Authority convened at 12:13 p.m. on the above date at the Institute for Advanced Learning and Research, 150 Slayton Avenue, Room 206, Danville, Virginia. Present were City of Danville Members Chairman J. Lee Vogler, Jr., and Alternate Dr. Gary P. Miller; Sherman M. Saunders was absent. Pittsylvania County Members present were Vice Chairman William V. Ingram, Robert Tucker and Alternate Darrell Dalton. (Dr. Miller entered the meeting at 12:18 p.m.)

City/County staff members attending were: City Manager Ken Larking, Deputy City Manager Earl Reynolds, County Administrator Stuart Turille, City of Danville Chief Financial Officer and Authority Treasurer Michael Adkins, City of Danville Accountants Meredith Franklin and Jaime Pritchett, Pittsylvania County Director of Finance Kim Van Der Hyde, City of Danville Director of Economic Development Corrie Bobe, Danville Assistant Director of Economic Development Kelvin Perry, Pittsylvania County Director of Economic Development Matt Rowe, Pittsylvania County Project Manager Kattie Saunders, Legal Counsel to the Authority 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 SVRA.

Chairman J. Lee Vogler, Jr., presided.

PUBLIC COMMENT PERIOD

No one desired to be heard.

Mr. Vogler, the Board and staff, wished Ms. Bobe a Happy Birthday.

APPROVAL OF MINUTES OF THE JUNE 12, 2023 REGULAR MEETING

Upon **Motion** by Mr. Ingram and **second** by Mr. Tucker, Minutes of the June 12, 2023 Regular Meeting were approved as presented. Draft copies had been distributed to Authority Members prior to the Meeting.

NEW BUSINESS

5A. CONSIDERATION OF RESOLUTION NO. 2023-07-10-5A APPROVING NEGOTIATION OF AN AMENDMENT TO A RIGHT OF WAY WITH TRANSCONTINENTAL GAS PIPELINE

Brian Bradner from Dewberry Engineers explained this was for an amendment to the existing right of way agreement with Transco for the easement they have for their gas line that runs through the Megasite; it was to permanently delineate the exact limits of that easement was through the site. Staff has been working with Transco to coordinate this with them over the past two or three months. At a past meeting, the Board approved staff delineating that easement on the ground and preparing a map for it. Mr. Guanzon and Christian & Barton have also reviewed the written agreement that goes with this amendment.

Mr. Tucker **moved** for adoption of *Resolution 2023-07-10-5A, a Resolution approving the Negotiation, Execution and Delivery of an Amendment to Right of Way by and between the Authority and Transcontinental Gas Pipe Line Corporation, now known as Transcontinental Gas Pipe Line Company, LLC, a Delaware Limited Liability Company, where the purpose of such Amendment is to identify and delineate the permanent easement granted under prior Right of Way Agreements related to Transcontinental Gas Pipe Line Company, LLC's Gas*

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Pipeline and Related Facilities generally located in the northwestern section of the Authority's Southern Virginia Megasite at Berry Hill Project, located in Pittsylvania County, Virginia.

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

VOTE: 3-0
AYE: Ingram, Tucker, Vogler (3)
NAY: None (0)

5D. FINANCIAL STATUS REPORT AS OF JUNE 30, 2023

Authority Treasurer Michael Adkins gave the Financial Status report as of June 30, 2023, beginning with the \$7.3M Bonds for Cane Creek which had no activity for June. Under General Expenditures for Fiscal Year 2023, RIFA paid monthly utilities of \$178.00, meals were \$457.00, RIFA reimbursed Pittsylvania County for marketing of \$5,000, and renewed insurance with Virginia Risk Sharing Association for the upcoming year for \$3,139.00. Staff also moved \$75,000 of Unrestricted Fund Balance into this budget to cover ongoing expenses. Funding Other than Bonds for Berry Hill and Lot 4 Site Development had no activity for June. Under Lots 1 and 2, RIFA had a payment to Jimmy Lynch & Sons for the twelfth progress billing in the amount of \$367,338. Water and Sewer at Berry Hill had no expenditures for June and Cyber Park Site Development had a payment to Sellers Brothers on continued work on Lot 7D, in the amount of \$653,862.00. Rent, Interest and Other Income show RIFA received the monthly rent for June from the Institute for the Hawkins' Building of \$24,352.44, and the monthly storage rent of \$1,500 from AEP. The money market account earned \$6,028.00 in interest for June, and RIFA continues to have Timber Sales from Hopkins' Lumber; they received four payments during the month totaling \$65,524.00. Under Expenses was the Hawkins' Building Maintenance Fee paid to the Institute for \$24,352.44.

Mr. Ingram **moved** to accept the Financial Report as presented; the Motion was **seconded** by Mr. Tucker and carried by the following vote:

VOTE: 4-0
AYE: Ingram, Tucker, Vogler, Miller (4)
NAY: None (0)

6. CLOSED SESSION

At 12:19 p.m. Mr. Tucker **moved** that the Meeting of the Danville-Pittsylvania Regional Industrial Facility Authority be recessed in a Closed Meeting for the following purposes:

[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.]

- 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

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- 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 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; and
- E. As permitted by Virginia Code § 2.2-3711(A)(29) for discussion of the award of a public contract involving the expenditures of public funds where discussion in an open session would adversely affect the bargaining position or negotiating strategy of the Authority.

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

VOTE: 4-0
AYE: Ingram, Tucker, Vogler, Miller (4)
NAY: None (0)

RETURN TO OPEN SESSION

On **Motion** by Mr. Tucker and **second** by Mr. Ingram and by unanimous vote at 1:15 p.m., the Authority returned to open meeting.

Mr. Tucker **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

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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. Ingram and carried by the following vote:

VOTE: 4-0
AYE: Ingram, Tucker, Vogler, Miller (4)
NAY: None (0)

7. COMMUNICATIONS

Staff

Mr. Larking noted Linda Green had been recognized in Virginia Business Magazine; it was a well deserved recognition for all her work.

Board Members

Mr. Tucker thanked the staff for all their hard work.

Mr. Dalton thanked Board members and staff, and encouraged them to keep up the good work.

Dr. Miller noted success could be several, very good industries in the area instead of one huge industry.

Mr. Vogler thanked everyone, it was an incredible team and he wouldn't trade it for any other. Every person in the room has contributed to the success of RIFA.

Meeting adjourned at 1:20 p.m.

APPROVED:

s/ J. Lee Vogler, Jr.
Chairman

s/ Susan M. DeMasi
Secretary to the Authority