



INDUSTRIAL DEVELOPMENT AUTHORITY REGULAR MEETING AGENDA

4TH FLOOR CONFERENCE ROOM

October 10, 2023

10:30 AM

A. CALL TO ORDER

B. ROLL CALL

C. MEETING MINUTES

1. September 12, 2023 IDA Minutes for Approval

D. FINANCIAL REPORT

1. IDA Statement of Accounts As of September 30, 2023

E. STAFF UPDATES

F. RESOLUTIONS

1. Industrial Development Authority of Danville, Virginia Amended Bylaws as of October 10, 2023
2. Dedicate Right-Of-Way to the City of Danville for Community Way
3. Approve Amendment to Service Agreement for Dan River Falls Redevelopment Project with Kent Shelton, P.E.

4. Refinance Loan Renewals for 500 Cane Creek Parkway with Virginia Small Business Financing Authority.

G. CLOSED MEETING

As Permitted by Subsection (A)(3) of Section 2.2-3711 of the Code of Virginia, 1950, as amended for discussion or consideration of the acquisition of real property or of the disposition of publicly held real property; and

As Permitted by Subsection (A)(5) of Section 2.2-3711 of the Code of Virginia, 1950, as amended for discussion concerning a prospective business or industry related to economic development.

- A. Motion to Convene in Closed Meeting*
- B. Motion to Reconvene in Open Meeting*
- C. Motion to Certify Closed Meeting*

H. CONSIDER AND TAKE ACTION UPON ANY AND ALL BUSINESS THAT MAY BE LAWFULLY ENACTED

I. ADJOURN



MINUTES OF MEETING TUESDAY, SEPTEMBER 12, 2023

Pursuant to a Written Notice, a copy of which is attached hereto, a Regular Meeting of the Board of Directors of the Industrial Development Authority of Danville, Virginia (IDA) was held in the Fourth Floor Conference Room of the Municipal Building on Tuesday, September 12, 2023, at 10:30 a.m.

THE FOLLOWING MEMBERS WERE PRESENT AND ABSENT:

PRESENT: T. Neal Morris, Chairman
Russell Reynolds, Vice Chairman
John Laramore, Secretary/Treasurer
Philip Hall
Robert Woodall

ABSENT: Kristen Barker
Dave Cumbo

ALSO PRESENT: W. Clarke Whitfield, Jr., City Attorney
Kimberly L. Gibson, Legal Assistant/Paralegal
Michael Adkins, Financial Director
Corrie Bobe, Economic Development Director
Ken Larking, City Manager
Renee Burton, Community Development

T. Neal Morris, Chairman, called the meeting to order at 10:30 a.m.

ROLL CALL

MINUTES

COPIES OF THE MINUTES OF THE AUGUST 8, 2023, REGULAR MEETING WERE DISTRIBUTED TO THE MEMBERS WITH THEIR IDA AGENDA PACKETS. MR. HALL MADE A VERBAL MOTION TO APPROVE THE MINUTES AS PRESENTED. THE MOTION WAS SECONDED BY MR. REYNOLDS AND CARRIED WITH THE MEMBERS PRESENT VOTING AS FOLLOWS:

MR. MORRIS	- AYE
MR. REYNOLDS	- AYE
MR. LARAMORE	- AYE
MR. HALL	- AYE
MR. WOODALL	- AYE

FINANCES

COPIES OF THE CURRENT FINANCIAL STATEMENTS OF THE IDA ENTITLED “STATEMENT OF ACCOUNTS AS OF AUGUST 31, 2023” WERE DISTRIBUTED WITH THEIR IDA AGENDA PACKET. MICHAEL ADKINS, THE FINANCE DIRECTOR, EXPLAINED THE PACKET IN DETAIL TO THE MEMBERS. MR. WOODALL MADE A VERBAL MOTION TO APPROVE THE FINANCIAL STATEMENTS AS PRESENTED. THE MOTION WAS SECONDED BY MR. LARAMORE AND CARRIED WITH THE MEMBERS PRESENT VOTING AS FOLLOWS:

MR. MORRIS	- AYE
MR. REYNOLDS	- AYE
MR. LARAMORE	- AYE
MR. HALL	- AYE
MR. WOODALL	- AYE

UPDATES FROM STAFF

Corrie gave the IDA updates on present projects and events underway.

RESOLUTIONS

A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT AUTHORITY OF DANVILLE, VIRGINIA APPROVING AND AUTHORIZING THE USE OF THE PARKING LOT, IDENTIFIED AS PARCEL 21608, BY THE CITY OF DANVILLE TO CONDUCT A “PLAN DANVILLE” COMMUNITY EVENT ON NOVEMBER 2, 2023.

MOTION MADE BY: MR. WOODALL; SECONDED BY MR. LARAMORE

MR. MORRIS	- AYE
MR. REYNOLDS	- AYE

MR. LARAMORE	- AYE
MR. HALL	- AYE
MR. WOODALL	- AYE

A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT AUTHORITY OF DANVILLE, VIRGINIA APPROVING AND AUTHORIZING A LEASE AGREEMENT BETWEEN NORTH UNION PROPERTIES, LLC, A LIMITED LIABILITY COMPANY, WHOSE SOLE MEMBER IS THE INDUSTRIAL DEVELOPMENT AUTHORITY OF DANVILLE, VIRGINIA AND MIND BODY WELLNESS PILATES, LLC FOR THE PROPERTY IDENTIFIED AS 206 N. UNION STREET, SUITE 203 DANVILLE VIRGINIA.

MOTION MADE BY: MR. REYNOLDS; SECONDED BY MR. LARAMORE

MR. MORRIS	- AYE
MR. REYNOLDS	- AYE
MR. LARAMORE	- AYE
MR. HALL	- AYE
MR. WOODALL	- AYE

A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT AUTHORITY OF DANVILLE, VIRGINIA APPROVING AND AUTHORIZING A LEASE AGREEMENT WITH THE LAUNCH PLACE AT 527 BRIDGE STREET, SUITE 200.

MOTION MADE BY: MR. REYNOLDS; SECONDED BY: MR. HALL

MR. MORRIS	- AYE
MR. REYNOLDS	- AYE
MR. LARAMORE	- AYE
MR. HALL	- AYE
MR. WOODALL	- AYE

A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT AUTHORITY OF DANVILLE, VIRGINIA APPROVING AND AUTHORIZING THE CITY OF DANVILLE TO ENTER INTO A CONSTRUCTION SERVICES AGREEMENT WITH DIVERSIFIED SERVICES FOR INTERIOR CONSTRUCTION AT 406 JEFFERSON STREET AND APPROVING AND AUTHORIZING THE EXPENDITURE NOT TO EXCEED \$200,000 TO FUND SUCH CONSTRUCTION.

MOTION MADE BY: MR. LARAMORE; SECONDED BY: MR. HALL

MR. MORRIS	- AYE
MR. REYNOLDS	- AYE
MR. LARAMORE	- AYE
MR. HALL	- AYE
MR. WOODALL	- AYE

A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT AUTHORITY OF DANVILLE, VIRGINIA AUTHORIZING THE CHAIRMAN OR VICE-CHAIRMAN IN HIS ABSENCE TO ACCEPT A DEED CONVEYING PROPERTY IDENTIFIED AS PARCEL ID 22969 LOCATED ON JEFFERSON AVENUE AND PARCEL ID 22970 LOCATED ON PINE STREET FROM FIVE FORKS

MOTION MADE BY: MRS. WOODALL; SECONDED BY: MR. REYNOLDS

MR. MORRIS	- AYE
MR. REYNOLDS	- AYE
MR. LARAMORE	- AYE
MR. HALL	- AYE
MR. WOODALL	- AYE

A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT AUTHORITY OF DANVILLE, VIRGINIA AUTHORIZING THE CITY OF DANVILLE TO EXECUTE A PROFESSIONAL SERVICES AGREEMENT BETWEEN THE CITY OF DANVILLE AND DEWBERRY ON PROPERTY OWNED BY THE INDUSTRIAL DEVELOPMENT AUTHORITY OF DANVILLE, VIRGINIA.

MOTION MADE BY: MRS. LARAMORE; SECONDED BY: MR. REYNOLDS

MR. MORRIS	- AYE
MR. REYNOLDS	- AYE
MR. LARAMORE	- AYE
MR. HALL	- AYE
MR. WOODALL	- AYE

A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT AUTHORITY OF DANVILLE, VIRGINIA AUTHORIZING THE CITY OF DANVILLE TO EXECUTE A PROFESSIONAL SERVICES AGREEMENT BETWEEN THE CITY OF DANVILLE AND DIVERSIFIED SERVICES ON PROPERTY OWNED BY THE INDUSTRIAL DEVELOPMENT AUTHORITY OF DANVILLE, VIRGINIA.

MOTION MADE BY: MR. HALL; SECONDED BY: MR. WOODALL

MR. MORRIS	- AYE
MR. REYNOLDS	- AYE
MR. LARAMORE	- AYE
MR. HALL	- AYE
MR. WOODALL	- AYE

A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT AUTHORITY OF DANVILLE, VIRGINIA APPROVING AND AUTHORIZING AN AGREEMENT WITH BEST QUALITY PAINT AND DRYWALL, INC. IN AN AMOUNT NOT TO EXCEED \$471,000.00 FOR LEAD BASED PAINT REMOVAL AT 424 MEMORIAL DRIVE, DANVILLE, VIRGINIA.

MOTION MADE BY: MR. REYNOLDS; SECONDED BY: MR. LARAMORE

MR. MORRIS	- AYE
MR. REYNOLDS	- AYE
MR. LARAMORE	- AYE
MR. HALL	- AYE
MR. WOODALL	- NAY

A RESOLUTION APPROVING AND AUTHORIZING THE INDUSTRIAL DEVELOPMENT AUTHORITY OF DANVILLE, VIRGINIA TO EXECUTE THE ATTACHED LOAN COMMITMENT LETTER WITH VIRGINIA SMALL BUSINESS FINANCING AUTHORITY IN AN AMOUNT NOT TO EXCEED \$1,360,504.00 FOR THE REFINANCE OF TWO LOAN AGAINST REAL PROPERTY LOCATED AT 500 CANE CREEK PARKWAY.

MOTION MADE BY: MR. HALL; SECONDED BY: MR. WOODALL

MR. MORRIS	- AYE
MR. REYNOLDS	- AYE
MR. LARAMORE	- AYE
MR. HALL	- AYE
MR. WOODALL	- AYE

MR. REYNOLDS MOVED THE MEETING BE RECESSED AND THE BOARD IMMEDIATELY RECONVENED IN EXECUTIVE CLOSED MEETING FOR THE PURPOSES:

1. *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.*
2. *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.*

MOTION WAS MADE BY: MR. REYNOLDS; SECONDED BY: MR. LARAMORE

MR. MORRIS	- AYE
MR. REYNOLDS	- AYE
MR. LARAMORE	- AYE
MR. HALL	- AYE
MR. WOODALL	- AYE

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

MOTION WAS MADE BY: MR. REYNOLDS; SECONDED BY: MR. HALL

MR. MORRIS	- AYE
MR. REYNOLDS	- AYE
MR. LARAMORE	- AYE
MR. HALL	- AYE
MR. WOODALL	- AYE

UPON RECONVENING, MR. REYNOLDS 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 WAS MADE BY: MR. REYNOLDS; SECONDED BY: MR. WOODALL

Mr. MORRIS	- AYE
MR. REYNOLDS	- AYE
MR. LARAMORE	- AYE
MR. HALL	- AYE
MR. WOODALL	- AYE

Motion made by Mr. Reynolds to adjourn , seconded by Mr. Hall, consensus vote of all present AYE.

ADJOURN

By: JOHN LARAMORE
Title: SECRETARY

By: T. NEAL MORRIS
Title: CHAIRMAN

**Industrial Development Authority
Statement of Accounts
As of September 30, 2023**

Regular Checking	\$ 486,992.65
USDA Loan Account	\$ 59,942.46
Community Capital Bank (500 CC)	\$ 20,967.50
City Funded Loan Account	\$ 869,549.36
North Union Properties/Master Tenant	\$ 38,618.67
Reserve Account	\$ 3,160,207.93

Reserve Account Details

Hold for FY23 Debt Svc	854,692.91	
Hold for Shell Building	58,291.77	
Hold for Enterprise Zone	430,905.00	
Hold for Dan River Falls	(551,219.33)	grant funds to replenish (\$500,000)
Hold for FY22 Edev Incenti	1,962,612.00	
Hold for FY23 Edev Incenti	367,925.58	
Hold for 217 N Union	37,000.00	
Available	(0.00)	
	<u>3,160,207.93</u>	

City Funded Loans:

Beginning Balance September 1, 2023	\$ 851,334.92
The Bee - Monthly Payment	18,179.41
Interest /Bank Fees	35.03
Ending Balance September 30, 2023	<u>\$ 869,549.36</u>

**Industrial Development Authority
Statement of Account - Regular Checking
For the month ended September 30, 2023**

Beginning Balance at September 1, 2023 \$ 500,587.97

RECEIPTS:

Rent: 114,497.61

Utility/Insurance Reimbursement:

DR Foundation	1,529.25	
Averett	4,587.75	6,117.00

Transfer In from Reserve Acct/City 122,709.29

Interest Income/Wire Fees (31.17)

DISBURSEMENTS:

AMNB Loan - Lockett Drive	-	
AMNB - 500 Stinson Drive #1	(4,887.77)	
AMNB - 500 Stinson Drive #2	(5,717.03)	
AMNB - 512 Bridge Street	(16,467.81)	
AMNB Loan - Old Belt One	-	
AMNB - 1350 Barker Road	(7,306.55)	
VSBFA - 500 Cane Creek	-	
First National - Gaither Rd Prop	(3,136.84)	
Movement Bank - Monument	(2,651.24)	
US Bank Bond Debt Service	(13,666.67)	
Blair Construction - Shell Bldg	(93,583.41)	
Brown Edwards - FY23 Audit	(5,000.00)	
Blair Construction - Ecomnets	(50,274.65)	
Mattern & Craig - Witcher Park	(2,600.00)	
Shanks Assoc. - Schoolfield	(3,557.50)	
Centech - 208 N Union	(538.48)	
WRT - Schoolfield	(1,842.50)	
Whitman Engineer - Shell Bldg	(1,682.44)	
Russell & Assoc Appraise 500CC	(3,000.00)	
Site Collaborative - White Mill	(10,067.50)	
Utility Bills/Elevator Maint	(12,015.54)	
Insurance	(18,892.12)	(256,888.05)

Ending Balance at September 30, 2023 \$ 486,992.65

125 N Union	250.00
Averett	11,390.00
Barry Smith	260.00
Belk	14,205.00
City - Gang Prev.	3,000.00
City - IT Dept.	22,720.00
DR Foundation	5,610.00
Earnhardt Plumbing	5,113.10
GSO	2,950.00
Launch Place	3,000.00
Link's Café	3,000.00
Lizzy Lou	-
Mind Body Wellness	1,300.00
Morrisette Paper	5,750.00
Overfinch	12,587.80
River District Assoc	1,510.00
Riverside Running	2,812.48
Robert Stephens	250.00
Site Collaborative	800.00
Sth VA Legal	3,150.00
Vintages	-
Walraven	14,839.23
	<u>114,497.61</u>

8/29

Industrial Development Authority
Statement of Account
USDA Loan Funds

For the month ended September 30, 2023

Beginning Balance at September 1, 2023 \$ 59,369.92

RECEIPTS:

	Dry Fork Fruit Dist.	-	
Received March 30	Donnachaidh	570.09	
	River City Escapes	-	
	Interest	2.45	
			572.54

DISBURSEMENTS:

-

Ending Balance at September 30, 2023

\$ 59,942.46

Reconciliation to original USDA grant of \$99,000

ORIGINAL USDA FUNDS \$ 99,000.00

LESS OUTSTANDING LOANS:

River City Escapes	12,043.59	
Donnachaidh	16,570.73	
Dry Fork Fruit Dist.	11,025.02	(39,639.34)

INTEREST EARNED 19,989.50

DEFAULTED LOANS (19,457.70)

PENALTIES EARNED 50.00

BALANCE IN ACCOUNT \$ 59,942.46

Industrial Development Authority of Danville
A/R Aging Summary
As of September 30, 2023

	Current	1 - 30	31 - 60	61 - 90	> 90	TOTAL
127 North Union	0.00	315.00	315.00	0.00	6,300.00	6,930.00
A La Carte	0.00	0.00	0.00	0.00	533.00	533.00
Averett University	0.00	-22,780.00	0.00	0.00	0.00	-22,780.00
Belk United Electronic Services	0.00	-7,102.50	0.00	0.00	0.00	-7,102.50
Caesars Virginia	0.00	0.00	0.00	0.00	20.00	20.00
City of Danville IT	0.00	-11,360.00	0.00	0.00	0.00	-11,360.00
Earnhardt Plumbing	0.00	-2,556.55	0.00	0.00	0.00	-2,556.55
J&W Associated LLC dba Links Cafe	0.00	3,000.00	3,000.00	0.00	300.00	6,300.00
Lizzy Lou Boutique	0.00	800.00	0.00	0.00	0.00	800.00
Lou's Antiques Co	0.00	0.00	0.00	0.00	26,000.00	26,000.00
Mind Body Wellness Pilates LLC	0.00	-1,300.00	0.00	0.00	0.00	-1,300.00
Robert David	0.00	-1,500.00	0.00	0.00	0.00	-1,500.00
Robert Stephens	0.00	250.00	92.00	0.00	0.00	342.00
Southern Virginia Legal PLLC	0.00	-1,575.00	0.00	0.00	0.00	-1,575.00
Unison Tube, LLC	0.00	0.00	0.00	0.00	69,032.50	69,032.50
TOTAL	0.00	-43,809.05	3,407.00	0.00	102,185.50	61,783.45

Industrial Development Authority of Danville

Balance Sheet

As of September 30, 2023

	Sep 30, 23
ASSETS	
Current Assets	
Checking/Savings	
Community Capital - GOK	20,967.50
Loans (City Funded)	869,549.36
North Union Master Tenant LLC	7,163.82
North Union Properties, LLC	31,454.85
Regular Checking	486,992.65
Reserve Account	3,160,207.93
US Bank - 2021A Project Fund	6,663,544.04
USDA Checking	59,942.46
Total Checking/Savings	11,299,822.61
Accounts Receivable	
Rent Receivable	61,783.45
Total Accounts Receivable	61,783.45
Other Current Assets	
Allowance for Rent	-101,017.50
Due from City/County	13,818,542.63
Lease Interest Rec. - GASB 87	29,541.11
ST Lease Rec. - GASB 87	639,111.85
Total Other Current Assets	14,386,178.09
Total Current Assets	25,747,784.15
Fixed Assets	
Accumulated Depreciation	-5,457,143.84
Buildings	24,730,014.23
Construction In Progress	6,811,064.04
Equipment	75,000.00
Land	5,944,749.76
Land Improvements	2,580,260.66
Total Fixed Assets	34,683,944.85
Other Assets	
Allowance for Doubtful Accounts	-74,078.35
Interest Receivable	9,523.93
LT Lease Rec. - GASB 87	7,426,227.18
Notes Receivable	
123 South Union LLC Note Receiv	2,822,384.09
Donnachaidh	16,655.86
Dry Fork Distillery N/R	11,025.02
Eng Biopharmaceut Inc.	150,000.00
Parco International, LLC	33,610.81
River City Escapes Note Receiva	12,043.59
Southside Ice	15,036.94
Total Notes Receivable	3,060,756.31
Total Other Assets	10,422,429.07
TOTAL ASSETS	70,854,158.07

Industrial Development Authority of Danville

Balance Sheet

As of September 30, 2023

	Sep 30, 23
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Other Current Liabilities	
Accrued Interest	25,503.75
Security Deposits	117,522.45
Total Other Current Liabilities	143,026.20
Total Current Liabilities	143,026.20
Long Term Liabilities	
Bonds Payable	2,988,000.00
Deferred Lease Rev - GASB 87	7,862,078.75
Lease Revenue Note - 2021A	10,000,000.00
Notes Payable	
1st National Gaither Rd Parcels	489,837.70
AMNB - 1350 Barker Road	883,818.70
AMNB - 206/208 N Union Loan	702,480.22
AMNB - 500 Stinson Drive	726,651.28
AMNB Loan - 500 Stinson #2	177,611.82
AMNB Loan - Locket Drive	980,853.91
AMNB Loan - Old Belt 1 Upfit	569,958.34
Community Cap - 500 Cane Creek	1,041,925.75
DIMON Construction Loan	1,533,198.84
Movement Bank - 816 Monument	493,395.69
VBSFA - 1 Ecomnets Way	1,246,826.69
VCC - Cyber Park Shell Building	1,736,526.96
VSBFA - 500 Cane Creek	298,588.42
Total Notes Payable	10,881,674.32
Revolving Loan Fund - USDA	99,000.00
Total Long Term Liabilities	31,830,753.07
Total Liabilities	31,973,779.27
Equity	
Contributed Capital	150,000.00
Opening Bal Equity	4,856,400.56
Retained Earnings	32,459,831.25
Net Income	1,414,146.99
Total Equity	38,880,378.80
TOTAL LIABILITIES & EQUITY	70,854,158.07

Industrial Development Authority of Danville

Profit & Loss

July through September 2023

	Jul - Sep 23
Ordinary Income/Expense	
Income	
Grants	
Grants - City of Danville	1,653,338.87
Total Grants	1,653,338.87
Parking Space Rental Income	4,704.00
Rental Income	278,053.18
Total Income	1,936,096.05
Gross Profit	1,936,096.05
Expense	
Bank Service Charges	333.66
Incentive Payments	295,000.00
Insurance	37,736.37
Interest Expense	152,915.02
Loan Fees	8,771.14
Office Supplies	138.63
Professional Fees	
Accounting	5,000.00
Consulting	34,971.92
Legal Fees	10,555.50
Professional Fees - Other	1,655.97
Total Professional Fees	52,183.39
Repairs	
Building Repairs	9,137.84
Total Repairs	9,137.84
Telephone	920.13
Utilities	31,332.06
Total Expense	588,468.24
Net Ordinary Income	1,347,627.81
Other Income/Expense	
Other Income	
Interest Income	66,519.18
Total Other Income	66,519.18
Net Other Income	66,519.18
Net Income	1,414,146.99



STAFF REPORT

DATE: October 10, 2023
TO: Industrial Development Authority
FROM: W. Clarke Whitfield Jr., City Attorney
RE: Industrial Development Authority of Danville, Virginia Amended Bylaws as of October 10, 2023

The IDA Staff and Board of Directors have reviewed the Bylaws amended and adopted in October of 1988. The Staff and Board have determined that the current Bylaws require amending to both reference the proper Virginia Code sections and to conform to Board practices. These Bylaws will be specific as to what administrative powers the Chairman may have without requiring Board approval, which will be discussed and decided upon by the Board at the meeting. These Bylaws superseded and replace the Bylaws adopted on April 25, 1967, September 15, 1976, and October 13, 1988. Any and all actions taken by the Board of Directors, the Chairman, or any other officer or member of the Industrial Development Authority of Danville, Virginia from its creation on November 17, 1966 to present, are hereby in all respects ratified, approved, and confirmed.

You will see in the attached proposed redlined version of the new Bylaws under Article V. Officers, Item 3, the duties of the Chairman, that there are blank lines to allow the Board to discuss and decide what official duties the Chairman will have permission and authority to perform without board approval.

ATTACHMENTS

1. 2023-10-10 RES Amended Bylaws 2023-Final
2. 2023-10-10 Redline of Amended Bylaws IDA

PRESENTED: October 10, 2023

ADOPTED: October 10, 2023

RESOLUTION NO. 2023-____.____

A RESOLUTION TO AMEND THE BYLAWS OF THE INDUSTRIAL DEVELOPMENT AUTHORITY OF DANVILLE, VIRGINIA.

WHEREAS, on April 25, 1967, bylaws for the Industrial Development Authority of Danville, Virginia were adopted; and

WHEREAS, these bylaws were amended on September 15, 1976; and

WHEREAS, these bylaws were amended on October 13, 1988; and

WHEREAS, the Board of Directors of the Industrial Development Authority of Danville, Virginia have reviewed the bylaws, and have determined that certain changes are advisable and necessary.

NOW THEREFORE, BE IT RESOLVED by the Board of Directors of the Industrial Development Authority of Danville, Virginia, that new bylaws, a copy of which are attached hereto and expressly incorporated by reference herein, be, and they are hereby, adopted for the Industrial Development Authority of Danville, Virginia; and

BE IT FURTHER RESOLVED that these bylaws shall superseded and replace the bylaws adopted April 25, 1967, amended September 15, 1976, and amended again on October 13, 1988; and

BE IT FINALLY RESOLVED that any and all actions taken by the Board of Directors of the Industrial Development Authority of Danville, Virginia, the Chairman, or any other officer or any member, of the Industrial Development Authority of Danville, Virginia from its creation on November 17, 1966, to the present, are hereby in all respects ratified, approved, and confirmed.

Approved:

Chairman

Attest:

Secretary

Approved as to
Form and Legal Sufficiency:

City Attorney

CERTIFICATE

I, the undersigned secretary of the Industrial Development Authority of Danville, Virginia, hereby certify that the foregoing is a true, correct, and complete copy of the Resolution duly adopted by the Board of Directors of the Industrial Development Authority of Danville, Virginia at a regular meeting dully called and held on October 10, 2023, and that such Resolution has not been repealed, revoked, rescinded, or amended, but is in full force and effect as of the date hereof.

WITNESS my hand as Secretary of the Industrial Development Authority of Danville, Virginia this 10th day of October 2023.

John Laramore, Secretary
Industrial Development Authority
of Danville, Virginia

(SEAL)

**BYLAWS
OF THE
INDUSTRIAL DEVELOPMENT AUTHORITY
OF DANVILLE, VIRGINIA**

ARTICLE I. PURPOSES AND POWERS

The Industrial Development Authority of Danville, Virginia (Authority) shall fulfill all the purposes and intents of the General Assembly of Virginia, as expressed in Chapter 651, Acts of Assembly, 1966, as amended (~~Chapter 33 of Title 15.1 Code of Virginia 1950 as amended — Sections 15.1-1373 through 15.1-1392~~ 49 of Title 15. 2 Code of Virginia, 1950, as amended, Sections 15. 2-4900 through 15. 2-4920) and by any other enactment that may hereinafter be adopted. Said Authority shall also fulfill all purposes and intents of the Council of the City of Danville, Virginia, as may hereinafter be provided and the general purpose of the Authority shall be the fostering and stimulating of the development of industry in the City Danville for the general good of its people and the Commonwealth of Virginia, as evidenced by the City Manager's signature on certain grant agreements and contracts from time to time. The Industrial Development Authority of Danville, Virginia shall have any and all powers that have been granted to it by Chapter 651, Acts of Assembly, 1966, as amended, and the powers that may hereinafter be granted to it by any enactment of the General Assembly and also that may be granted to it by any delegation of authority hereinafter granted by the Council of the City of Danville, Virginia.

ARTICLE II. OFFICES

1. The principal offices of the Industrial Development Authority shall be located in the City of Danville, Virginia.
2. Except as otherwise required by resolution of the Authority, or as the business of the Authority may require, all of the books and records of the Authority shall be kept at the office to be designated as hereinabove provided. The minutes of the Authority shall be open and available for inspection by all citizens of Danville, Virginia, during the normal business hours,

and copies of the said minutes may be ordered by any such citizen upon submission of a written request and upon paying in advance the cost of duplicating such copies.

ARTICLE III. AUTHORITY

1. The Industrial Development Authority of Danville, Virginia shall be governed by a Board of Directors appointed by the Council of the City of Danville. All powers and duties of the Authority shall be exercised and performed by the Board of Directors, acting by majority vote of those directors present at a meeting at which a quorum is present, except that no facilities owned by the Authority shall be leased or disposed of in any manner without a majority vote of the members of the board of directors.

2. The Board of Directors shall have the right to prepare, or delegate the preparation of, confidential reports for submission to any person, governmental body or agency consistent with the purposes and powers stated in Article I; and the right to receive from any source confidential reports consistent with the purposes and powers stated in Article I; but no action binding the Authority may be taken respecting such reports except as provided in Paragraph 1 of this Article.

ARTICLE IV. DIRECTORS

Each director shall, before entering on his duties, take and subscribe the oath prescribed by Section 49-1 of the Code of Virginia, which is: "I do solemnly swear (or affirm) that I will support the Constitution of the United States, and the Constitution of the Commonwealth of Virginia, and that I will faithfully and impartially discharge all the duties incumbent upon me as Director of the Industrial Development Authority of Danville, Virginia, according to the best of my ability, (so help me God)." Said oath shall be administered by the Clerk of the Circuit Court or the City Clerk for the City of Danville and filed with the City Clerk.

ARTICLE V. OFFICERS

1. The Board of Directors shall elect from its membership a chairman and vice-chairman, and also from its membership or not, as it desires, a secretary and a treasurer, which two offices may be combined in and held by one person.

2. The terms of office for the officers shall be for the fiscal year in which they are elected, and shall continue until their successors are elected.

3. The duties of the chairman shall be to preside at meetings of the Authority, and of the Executive Committee; to approve the agenda for any and all meetings, and to assure a copy of the said agenda is made available to the secretary for the purpose of providing adequate notice of special meetings as hereinafter provided; to call special meetings; to call special elections; to be ex officio a member of all committees; to sign, with the secretary or any other proper officer of the Authority thereunto authorized by the Board, any documents or instruments which the Board has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board or by these Bylaws to some other officer of the Authority, or shall be required by law to be otherwise signed or executed; and in general shall perform all duties incident to the office of chairman and such other duties as may be prescribed by the Board from time to time. ~~The chairman shall have an equal vote with the other directors, and shall not have a second, tie-breaking vote on any question.~~ In addition to those documents or instruments which the Board has authorized to be executed, the chairman, or in his absence the vice-chairman, is also authorized to sign grant agreements, performance agreements, grant applications,

The chairman shall have an equal vote with the other directors, and shall not have a second, tie-breaking vote on any question.

4. The duties of the vice-chairman shall be to preside at meetings on request of the chairman, or in the absence of the chairman; and in case of the death or resignation of the chairman shall become chairman for the remainder of the term for which the chairman was elected. In the absence of the chairman, the vice-chairman shall perform the duties of the chairman, and when so acting, shall have all the powers of and be subject to all the restrictions upon the chairman. The vice-chairman shall perform such other duties as may be assigned by the Board from time to time.

5. The secretary shall be responsible for the preparation of the minutes of meetings of the Board and the Executive Committee, kept in a record book and made available for public

inspection at all times; to have custody of all important records of the Authority; to have custody of the Seal of the Authority and to see that the Seal of the Authority is affixed to all documents or instruments, the execution of which on behalf of the Authority under its Seal is duly authorized by the Board; to sign with the chairman or vice-chairman any documents or instruments which the Board has authorized to be executed; to see that all notices are duly given as required by law, these Bylaws or by the Board; to call meetings of the Board to order in the absence of the chairman and vice-chairman and thereupon to conduct an election for a temporary presiding officer for that meeting; and in general to perform all the duties incident to the office of secretary and such other duties as from time to time may be assigned by the Board. In the absences of the secretary, the chairman shall appoint a director to be responsible for the preparation of detailed minutes of the meeting. The secretary shall preside at meetings in the absence or unavailability of both the chairman and vice-chairman. The Authority may also elect or appoint an assistant Secretary who need not be a member of the Board of Directors and, with the exception of presiding at meetings, may perform the functions of the Secretary in the secretary's absence or unavailability.

6. The treasurer shall be responsible for the keeping of suitable records of all financial transactions of the Authority; to have such records audited annually, to furnish a copy of such audit to the Council of the City of Danville; to make available for public inspection at all times each such annual audit; to have charge and custody of all funds and be responsible for their investment and deposit in the name of the Authority when authorized by the Board; and in general to perform all the duties incident to the office of treasurer and such other duties as from time to time may be assigned by the Board. The treasurer shall give bond in such sum as may be fixed by the Board with surety to be approved by the Board.

ARTICLE VI. ELECTIONS

1. Regular elections shall be held at the first regular meeting of the fiscal year.
2. Special elections shall be held at a regular meeting or at a meeting designated by the chairman of the Board in order to fill vacancies or to fill newly created offices, but only after specific notice, as hereinafter provided for, has been given.

ARTICLE VII. MEETINGS

1. Regular meetings of the Board shall be held upon call of the chairman or as otherwise provided for in this article, using the procedure set forth in Paragraph 3 of this Article. All meetings shall be held only in the City of Danville, Virginia. At a meeting called as a regular meeting, any business may be brought before the Board, whether or not that business is set forth in the notice of meeting.

2. Special meetings of the Board may be called by or at the request of the chairman or of any two directors. Whenever any two directors, not including the chairman, request a special meeting, they shall provide the secretary with a statement of the business to be considered for the purpose of providing adequate notice.

3. Notice of any special meeting shall be given at least ~~two~~three business days ~~previously thereto prior thereto~~ by written notice, stating the business to be considered, delivered personally or mailed or sent ~~telegram~~electronically or by email to each director at his business or home address, at whichever he is most likely to receive it. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail so addressed, with postage prepaid. If notice is given ~~by telegram, such notice shall be deemed to be delivered when the telegram is delivered to the telegraph office~~ electronically or by email once the sender has pressed the send button. Any director may waive notice of any meeting. The attendance of a director at a meeting shall constitute waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

4. Four (4) members of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Authority.

5. At all meetings of the Authority the following order of business shall be observed, as far as consistent with the purpose of the meeting:

a. Call to Order

b. Roll Call

~~a.c.~~ Reading and aApproval of the minutes of the preceding meeting.

~~b.d.~~ Reports of officers Financial Report.

ee. ~~Reports of committees~~ Staff Updates.

df. ~~Unfinished business~~ Action Items.

g. Closed Meeting.

~~Eh.~~ New business.

i. Adjourn.

6. The vote on the adoption of every resolution, any proposals creating a liability, or for the appropriation or expenditure of funds shall be by yeas or nays, and ~~whenever the vote is not unanimous,~~ the names of members voting for and against shall be entered upon the minutes of the meeting.

7. Unless otherwise provided, procedure at meetings shall follow the then most current edition of Robert's Rules of Order.

8. When approved, all minutes shall be signed by the secretary and the presiding officer of the particular meeting.

ARTICLE VIII. COMMITTEES

1. The Executive Committee shall be composed of the chairman, vice-chairman, secretary and treasurer of the Authority. The Executive Committee shall meet at such times and such places as the chairman may designate. The Executive Committee shall keep detailed minutes of its meetings, which shall be preserved along with the minutes of the Board and read to the Board at its next meeting. Three (3) members of the Executive Committee shall constitute a quorum. In the absence of any member of the Executive Committee, the chairman may appoint a director to act on the Executive Committee pro tempore, and such appointment shall be recorded in the record of the Authority.

2. The chairman may, with the advice and consent of the Board of Directors, appoint such special committee as may be deemed appropriate to carry out the intents and purposes of the Authority.

ARTICLE IX. STAFF

1. ~~The Board of Directors shall appoint such employees as are necessary to accomplish the purposes and powers of the Authority.~~ The City Attorney or his designee shall be the legal advisor and counsel to the Industrial Development Authority.

2. ~~The members of the staff of the administrative departments of the City~~ City Manager or his/her designee shall serve as the staff and employees of the Authority.

2.3. The staff and employees of the Authority may prepare and submit confidential reports and recommendations to the Board, but no action binding on the Authority shall be taken respecting such reports except as provided in Article III.

ARTICLE X. OFFICIAL SEAL

The official seal of the Authority shall consist of a disc with an inner circle bearing the words "corporate seal - Virginia," and an outer ring bearing the name "Danville Development Authority."

ARTICLE XI. FISCAL YEAR

The fiscal year of the Danville Development Authority shall be from July 1 until June 30 of the following year.

ARTICLE XII. AMENDMENTS

Except as otherwise provided by law, these Bylaws may be amended, added to, altered or repealed in whole or in part by the Board of Directors at any meeting of the Board, provided that notice of the proposed amendment, addition, alteration or repeal is given in the notice of such meeting, and such notice is delivered as provided in Article VII, Paragraph 3, at least one week in advance. Any director may waive written notice.

These Bylaws shall supersede all other the Bylaws adopted by this Board including but not limited to those adopted on April 25, 1967, amended on September 15, 1976, and amended on October 13, 1988.

KNOW ALL MEN BY THESE PRESENTS that we, the undersigned, a majority of the Board of Directors of the Industrial Development Authority, do hereby certify that the above Bylaws were unanimously adopted at a meeting of the Board held the _____ day of _____, 2023, in the City of Danville, Virginia, at which meeting _____ directors were present.

T. Neal Morris

Russell D. Reynolds

John Larmore

Kristen Barker

David P. Cumbo, Jr.

Philip Hall

Robert M. Woodall, III



STAFF REPORT

DATE: October 10, 2023
TO: Industrial Development Authority
FROM: Brian Dunevant, Assistant Director of Public Works | City Engineer
RE: Dedicate Right-Of-Way to the City of Danville for Community Way

The City of Danville Police Department opened their new headquarters in August 2022 between Memorial Drive and Bishop Road. The Police Department had requested that the main entrance to their headquarters be from Bishop Road. Public Works constructed a new street, named Community Way, on Industrial Development Authority Parcel Identification Number 60539 and the street was built to Virginia Department of Transportation (VDOT) standards so that it would be eligible for addition to the city's street inventory and for future VDOT maintenance payments. Before consideration can be given by VDOT to add Community Way to the city's street inventory, the right-of-way must be dedicated to the City of Danville. Creating this right-of-way will also provide development opportunities for adjacent parcels and will provide a new public street for public use. The attached plat shows the proposed right-of-way for Community Way and a resolution for dedicating the right-of-way is attached for consideration.

ATTACHMENTS

1. 831-2023-10-10 Mtg ROW for new street Community Way
2. Dedication Plat

PRESENTED: October 10, 2023

ADOPTED: October 10, 2023

RESOLUTION NO. 2023-____.

A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT AUTHORITY OF DANVILLE, VIRGINIA APPROVING AND AUTHORIZING DEDICATION OF RIGHT-OF-WAY TO THE CITY OF DANVILLE FROM PARCEL IDENTIFICATION NUMBER 60539 FOR A NEW PUBLIC STREET NAMED COMMUNITY WAY.

WHEREAS, the Industrial Development Authority of Danville, Virginia purchased Parcel Identification Number 60539 on December 27, 2012; and

WHEREAS, the Danville Police Department recently opened their new headquarters on adjacent Parcel Identification Number 51478, also known as 1 Community Way; and

WHEREAS, the Public Works Department has constructed a new street, named Community Way, on Parcel Identification Number 60539 from Bishop Road to the Police Department headquarters property; and

WHEREAS, the purpose of Community Way is to provide access to the main entrance to the Police Department headquarters, to provide development opportunities for adjacent parcels, and to provide a new public street for public use.

NOW THEREFORE, BE IT RESOLVED by the Industrial Development Authority of Danville, Virginia that it hereby approves and authorizes right-of-way to be dedicated to the City of Danville for a new public street named Community Way, as shown on the attached plat, from Parcel Identification Number 60539; and

BE IT FURTHER RESOLVED by the Industrial Development Authority of Danville, Virginia, that it hereby directs the Chairman, or in his absence any officer, to execute any documents necessary to complete the transactions described in this resolution.

Approved:

Chairman

Attest:

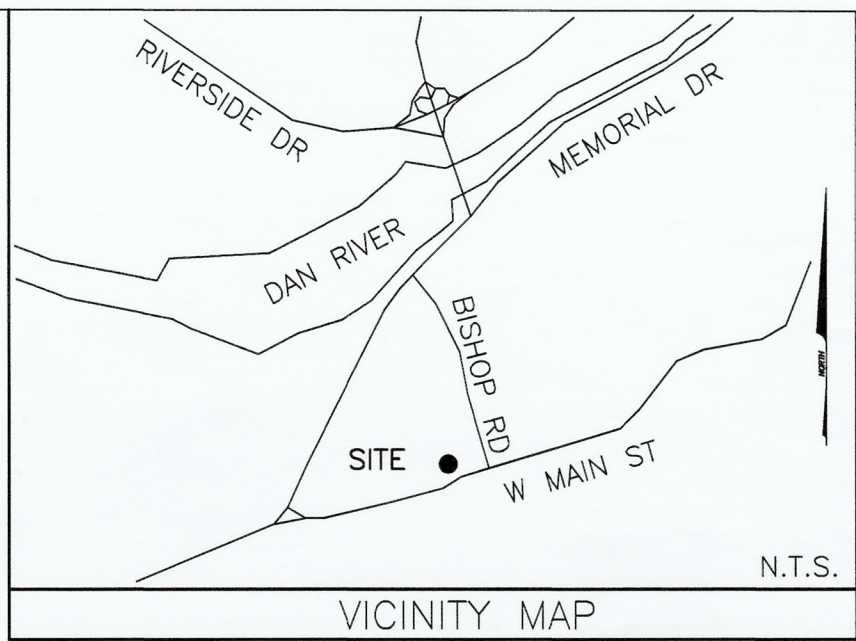
Secretary

Approved as to
Form and Legal Sufficiency:

City Attorney

NOTES:

1. THIS PLAT HAS BEEN PREPARED FROM AN ACTUAL FIELD SURVEY AS PER DATE OF THIS PLAT AND THERE ARE NO READILY APPARENT EASEMENTS OR ENCROACHMENTS EXCEPT AS SHOWN.
2. THIS PLAT HAS BEEN PREPARED WITHOUT THE BENEFIT OF A TITLE REPORT AND THEREFORE, DOES NOT NECESSARILY SHOW ALL ENCUMBRANCES ON THE PROPERTY.
3. THE AREA SHOWN HEREON IS NOT LOCATED IN A 100 YEAR FLOOD HAZARD ZONE PER FEMA FLOOD MAP 51143C0633E EFFECTIVE 9-29-2010.
4. THIS SURVEY DOES NOT ADDRESS THE EXISTENCE, DETECTION, OR DELINEATION OF ANY ENVIRONMENTALLY SENSITIVE AREAS OR ANY ENVIRONMENTAL PROBLEMS LOCATED ON THE SURVEYED PREMISES.
5. NOT ALL PHYSICAL IMPROVEMENTS ARE NECESSARILY SHOWN AS PART OF THIS BOUNDARY RESURVEY. ONLY IMPROVEMENTS WHICH ENCROACH ON THE LINE OR ARE IN CLOSE PROXIMITY TO THE LINE ARE SHOWN.



THE DEDICATION OF LAND DESCRIBED HEREIN IS WITH THE FREE CONSENT AND IN ACCORDANCE WITH THE DESIRES OF THE UNDERSIGNED OWNERS, PROPRIETORS, AND TRUSTEES. THE OWNERS CERTIFY THAT THEY ARE THE FEE SIMPLE OWNERS OF SAID LOT AND ARE LEGALLY ENTITLED TO SUBDIVIDE THE SAME.

THE DEDICATION OF LAND DESCRIBED HEREIN IS WITH THE FREE CONSENT AND IN ACCORDANCE WITH THE DESIRES OF THE UNDERSIGNED OWNERS, PROPRIETORS, AND TRUSTEES. THE OWNERS CERTIFY THAT THEY ARE THE FEE SIMPLE OWNERS OF SAID LOT AND ARE LEGALLY ENTITLED TO SUBDIVIDE THE SAME.

CITY APPROVAL CERTIFICATION:
I CERTIFY THAT THIS PLATTING IS IN ACCORDANCE WITH THE SUBDIVISION ORDINANCE AND HEREBY APPROVED IN ACCORDANCE WITH CODE OF THE CITY OF DANVILLE 2004, AS AMENDED.

KEN LARKING, CITY MANAGER FOR CITY OF DANVILLE
COMMONWEALTH AT LARGE TO WIT:
STATE OF VIRGINIA
COUNTY/ CITY OF _____
I, _____, A
NOTARY PUBLIC IN AND FOR THE STATE
AFORESAID, DO HEREBY CERTIFY THAT THE
OWNER: _____ WHOSE NAME
(NAME) (TITLE)
IS SIGNED HEREON HAS ACKNOWLEDGED THE
SAME BEFORE ME THIS _____ DAY OF
_____, 20 ____ . MY COMMISSION
EXPIRES: _____

NOTARY PUBLIC

NEAL MORRIS, CHAIRMAN OF DANVILLE INDUSTRIAL DEVELOPMENT AUTHORITY
COMMONWEALTH AT LARGE TO WIT:
STATE OF VIRGINIA
COUNTY/ CITY OF _____
I, _____, A
NOTARY PUBLIC IN AND FOR THE STATE
AFORESAID, DO HEREBY CERTIFY THAT THE
OWNER: _____ WHOSE NAME
(NAME) (TITLE)
IS SIGNED HEREON HAS ACKNOWLEDGED THE
SAME BEFORE ME THIS _____ DAY OF
_____, 20 ____ . MY COMMISSION
EXPIRES: _____

NOTARY PUBLIC

CITY ENGINEER

ZONING ADMINISTRATOR

LEGEND

- PF ⊙ PIPE FOUND
- RF ⊙ REBAR FOUND
- ⊙ IRON FOUND AS NOTED
- COMPUTED POINT
- REBAR SET
- ⊙ UTILITY POLE
- * LIGHT POLE
- ⊙ SANITARY SEWER MANHOLE
- ⊙ STORM SEWER MANHOLE
- SS UNDERGROUND SANITARY SEWER
- OH E T C F — OVERHEAD ELECTRIC, TELEPHONE, CATV, & FIBER OPTIC
- OH FO — OVERHEAD FIBER OPTIC
- OH E — OVERHEAD ELECTRIC
- x — FENCE
- // — EDGE OF PAVEMENT
- CONCRETE



CITY OF DANVILLE SURVEYORS CERTIFICATE (SUBDIVISIONS):

SURVEYORS CERTIFICATE:
I HEREBY CERTIFY THAT TO THE BEST OF MY KNOWLEDGE AND BELIEF, ALL OF THE REQUIREMENTS OF THE PLANNING COMMISSION AND CITY COUNCIL, AND ORDINANCES OF THE CITY OF DANVILLE, VIRGINIA, REGARDING THE PLATTING OF SUBDIVISIONS, DIVISIONS WITHIN THE CITY HAVE BEEN COMPLIED WITH GIVEN UNDER MY HAND THIS 19th DAY OF APRIL, 2023.

Richard B. Armstrong, Jr.
RICHARD B. ARMSTRONG, JR. LS 3017



ARMSTRONG
CIVIL

105 NORTH MAIN ST. GRETN, VA 24557. 434-656-1051
ARMSTRONGANDASSOCIATES.NET
RICH@ARMSTRONGANDASSOCIATES.NET

SHEET 1 OF 2

DRAWN BY: JBT DATE: 4-19-2023 PROJECT # 230073

PLAT SHOWING RIGHT OF WAY DEDICATION AND
PROPOSED EASEMENTS OF THE PROPERTY OF
THE CITY OF DANVILLE & THE INDUSTRIAL
DEVELOPMENT AUTHORITY OF DANVILLE VIRGINIA
CITY OF DANVILLE, VIRGINIA



CITY OF DANVILLE
INST 22-2787
INST 20-4262 (PLAT)
PID 60574

CALLS ALONG THE BOUNDARY

LINE	BEARING	DISTANCE
L1	N 16°12'30" W	16.47'
L2	N 16°12'30" W	43.32'
L3	N 00°57'01" E	45.88'
L4	N 07°21'08" W	22.87'
L5	N 07°21'08" W	3.36'
L6	N 11°19'45" W	20.25'
L7	N 11°19'45" W	14.99'
L8	N 17°16'44" W	4.95'
L9	N 17°16'44" W	24.77'

CALLS ALONG THE BOUNDARY

CURVE	DELTA ANGLE	RADIUS	ARC LENGTH	CHORD BEARING	CHORD LENGTH
C1	6°30'40"	685.09'	77.85'	N 70°25'04" W	77.81'
C2	2°08'04"	585.09'	21.80'	S 68°13'46" E	21.80'
C3	34°56'58"	585.09'	356.90'	S 86°46'17" E	351.39'
C4	6°10'24"	1472.42'	158.64'	N 15°01'28" W	158.57'
C5	9°17'26"	685.09'	111.09'	N 80°23'57" E	110.97'

CALLS EXISTING RIGHT OF WAY TO BE VACATED

CURVE	DELTA ANGLE	RADIUS	ARC LENGTH	CHORD BEARING	CHORD LENGTH
C6	6°11'53"	1466.42'	158.63'	S 15°00'43" E	158.55'
C7	90°20'57"	19.94'	31.44'	S 27°04'00" W	28.29'

CALLS ALONG PROPOSED STORM EASEMENT

LINE	BEARING	DISTANCE
L10	N 78°40'15" E	20.65'
L11	S 11°19'45" E	20.00'
L12	S 20°12'24" W	10.72'

CALLS ALONG PROPOSED STORM EASEMENT

CURVE	DELTA ANGLE	RADIUS	ARC LENGTH	CHORD BEARING	CHORD LENGTH
C8	1°44'43"	565.09'	17.21'	N 68°55'12" W	17.21'

CALLS ALONG PROPOSED SANITARY EASEMENT

LINE	BEARING	DISTANCE
L13	N 64°22'08" E	244.20'
L14	N 64°09'50" E	200.42'
L15	N 64°22'08" E	245.29'
L16	N 64°09'50" E	102.86'

CALLS ALONG PROPOSED ELECTRIC EASEMENT

LINE	BEARING	DISTANCE
L17	N 17°33'52" E	85.76'
L18	N 17°33'52" E	48.73'

15.000 ACRES (PID 60539 PER INST. 12-4253)

-3.284 ACRES (PARCEL '2')

-1.684 ACRES (NEW LOT '5D')

10.032 ACRES (RESIDUE)

INDUSTRIAL DEVELOPMENT
AUTHORITY OF DANVILLE VIRGINIA
INST 12-4252
INST 12-4253 (PLAT)
PID 60539

30.829 ACRES (PID 60574)
-0.108 ACRES (PARCEL '1')
30.721 ACRES (RESIDUE)

0.108 ACRES
PARCEL '1'
PART OF PID 60574
TO BE CONVEYED TO
THE CITY OF DANVILLE

LINES 'A' TO 'B' HERBY ESTABLISHED
S 75°39'37" W 480.00'
TIE TO PINCHED PF

3.284 ACRES (PARCEL '2')
+0.108 ACRES (PARCEL '1')
3.392 ACRES (AREA CONVEYED FOR R/W)

3.284 ACRES
PARCEL '2'
PART OF PID 60539
TO BE CONVEYED TO
THE CITY OF DANVILLE

DAN RIVER PLAZA, LLC.
INST 10-3048
MB 16 PG 43
PID 58503

BNE RESTAURANTS
GROUP IV, LLC.
INST 97-1468
INST 97-1470 (PLAT)
PID 57478

C. & J. WILSON
PROPERTIES, LLC.
INST 20-3666
DB 648 PG 338 (PLAT)
PID 55060

INTERNATIONAL SECURITY
INVESTMENTS CORP.
INST 96-0389
DB 257 PG 99 (PLAT)
PID 56046

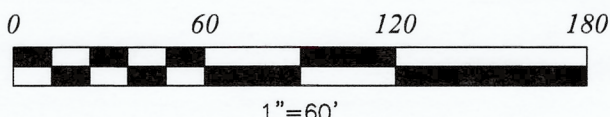
C & J WILSON
PROPERTIES, LLC.
INST 20-2497
DB 437 PG 391 (PLAT)
PID 51471

1.684 ACRES
NEW LOT '5D'
PART OF PID 60539
HEREBY CREATED

INDUSTRIAL DEVELOPMENT
AUTHORITY OF
DANVILLE VIRGINIA
INST 13-3234
DB 437 PG 391 (PLAT)
PID 54629

0.023 ACRES
PARCEL '3'
PART OF PID 54629
TO BE CONVEYED TO
THE CITY OF DANVILLE

0.411 ACRES (PID 54629)
-0.023 ACRES (PARCEL '3')
0.388 ACRES (RESIDUE)



SHEET 2 OF 2
DRAWN BY: JBT DATE: 4-19-2023 PROJECT # 230073

PLAT SHOWING RIGHT OF WAY DEDICATION AND
PROPOSED EASEMENTS OF THE PROPERTY OF
THE CITY OF DANVILLE & THE INDUSTRIAL
DEVELOPMENT AUTHORITY OF DANVILLE VIRGINIA
CITY OF DANVILLE, VIRGINIA



STAFF REPORT

DATE: October 10, 2023
TO: Industrial Development Authority
FROM: Rick Drazenovich, Director of Public Works
RE: Approve Amendment to Service Agreement for Dan River Falls Redevelopment Project with Kent Shelton, P.E.

Economic Development is requesting Kent Shelton, P.E. provide limited project management and inspection services for the Dan River Falls Redevelopment Project. Kent will be working for the Industrial Development Authority of Danville, Virginia under Economic Development's direction as the City's onsite Representative. Kent will provide feedback on the progress of the project and alert staff and the Project Manager of any potential issues that may arise. Please see Kent Shelton's attached proposal letter.

ATTACHMENTS

1. 893-RES 2023-10-10 App Kent Shelton Project Monitor WMRP-Final
2. 893-Letter-Kent Shelton Proposal for DRF City onsite Rep
3. 893-2023-10-10 Attachment to WMRP Kent Project Manager-FINAL

PRESENTED: October 10, 2023

ADOPTED: October 10, 2023

RESOLUTION NO. 2023-____.____

A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT AUTHORITY OF DANVILLE, VIRGINIA (IDA) APPROVING AND AUTHORIZING THE ASSIGNMENT OF A. KENT SHELTON AS AN INDEPENDENT CONTRACTOR FOR THE PROFESSIONAL ENGINEERING SERVICES FOR THE CITY, AS THE MONITOR FOR THE IDA’S DAN RIVER FALLS REDEVELOPMENT PROJECT.

WHEREAS, the Industrial Development Authority of Danville, Virginia (“IDA”) is a political subdivision of the Commonwealth of Virginia duly created pursuant to the Creation of Industrial Development Authorities (Virginia Code §15.2-4903 *et seq.*) as amended; and

WHEREAS, the Dan River Falls Redevelopment Project requires professional engineering services to monitor and to inspect the project for quality control, permit compliance, testing, meetings with the contractor’s superintendent and other items for oversight (collectively, “Observation Services”; and

WHEREAS, the City of Danville, Virginia (the “City”), has retained A. Kent Shelton (“Shelton”), P.E. (a former employee of the City), as an independent contractor for its projects that are separate and independent of the Authority’s projects; and

WHEREAS, Shelton is willing to provide Observation Services for the Authority’s Dan River Falls Redevelopment Project as a rate of \$42 per hour for a maximum amount of Sixty Thousand Dollars (\$60,000).

NOW THEREFORE, BE IT RESOLVED, that the IDA hereby approves the assignment of Shelton as the Project Monitor for the IDA’s Dan River Falls Redevelopment Project, to provide Observation Services for a maximum amount of Sixty Thousand Dollars (\$60,000); and

BE IT FURTHER RESOLVED, by the Industrial Development Authority of Danville, Virginia that the Chairman, or in his absence any Officer, is hereby authorized to execute any and all other documentation necessary to complete the above-described transaction.

Approved:

Chairman

Attest:

Secretary

Approved as to
Form and Legal Sufficiency:

City Attorney

October 3, 2023

Mrs. Corrie Bobe
Director of Economic Development
427 Patton Street
Danville, VA 24541

Re: Dan River Falls White Mill Redevelopment

Dear Mrs. Bobe:

I have been requested to provide a proposal for limited project management and inspection services for the Dan River Falls Redevelopment Project. I will be working for the Industrial Development Authority of Danville under your direction. As the City's onsite representative, I will provide direct feedback on the progress of the project and alert you and the Project Manager of any potential issues that may arise.

The following services will be provided:

1. Assist the Project Manager in performing customary construction phase services.
2. Monitor the project with an emphasis on quality workmanship, schedule, and compliance with the plans and specifications.
3. Assist the Project Manager to assure that approved materials are used and that the contractor complies with federal, state, and local permitting.
4. Assist the Project Manager to ensure that quality control site testing is performed as required under the contract and as needed.
5. Assist the Project Manager with reviewing pay requests based on the amount of work performed.
6. Assist the Project Manager with reviewing change order requests for additional time or compensation.
7. Perform daily site visits for an average of four hours per day to observe the work, meet with the Contractor Superintendent, and perform random inspections. A diary will be kept to record the site visits.
8. Attend progress meetings to discuss any delays or concerns.
9. Submit a Project Status Report each day with pictures.

The estimated charge to provide these services are based on a 16-month construction period:

20 hours per week X 69 weeks = 1,380 hours

1,380 hours X \$42.00 per hour = \$57,960.00

Please let me know if you would like to discuss this proposed Scope of Service in more detail.

Sincerely,



Kent Shelton, P.E.

KS:dw

C: Richard Drazenovich, Director of Public Works

THIS AMENDMENT (this "**Amendment**"), made and entered into as of the 10th day of October, 2023, by and between **A. KENT SHELTON, P.E. ("Kent")**; and **THE INDUSTRIAL DEVELOPMENT AUTHORITY OF DANVILLE, VIRGINIA** a Virginia political subdivision of the Commonwealth of Virginia (the "**IDA**");

WITNESSETH:

NOW THEREFORE, in consideration of the mutual covenants and agreements herein contained and other good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, the parties agree as follows:

I. **Recitals.** The parties recite the following facts:

a. The parties entered into that certain Professional Services Agreement effective July 1, 2015 (the "**Service Agreement**"), under which Kent is retained by the City as an independent contractor/consultant.

b. The Industrial Development Authority of Danville, Virginia is a political subdivision of the Commonwealth of Virginia ("**IDA**").

c. The parties enter into this Amendment to amend the Service Agreement to add the professional services to the work that Kent will perform under the terms and conditions below.

2. **Observation Services.** The Service Agreement is hereby amended to provide that Kent shall provide the following services ("**Observation Services**") for limited project observation of the Dan River Falls Redevelopment Project (the "**Project**");

- a. Serve as the representative of IDA to provide direct feedback on the progress of the Project and to alert the Project Manager, Engineer, and designated IDA staff of any potential issues that may arise;
- b. Monitor the Project with an emphasis on quality of workmanship, schedule, and compliance with the plans and specifications;
- c. Assist the Project Engineer/Project Manager to ensure that approved materials are used and that the contractor complies with federal, state, and local permits;
- d. Assist the Project engineer/Project manager to ensure that Quality Control site testing is performed as required under the Project contract and as needed;

- e. Assist the Project Engineer/Project Manager with reviewing pay requests based on the amount of work performed;
- f. Assist the Project Engineer/Project Manager with reviewing change order requests for additional time or compensation;
- g. Perform daily site visits for an average of Four hours per day, to observe the work, meet with the contractor's superintendent, and perform random inspections. A diary will be kept to record the site visits;
- h. Attend progress meetings to discuss any delays or concerns;
- i. Submit a Project status report each day with pictures; and
- j. Perform such other professional tasks and duties reasonably related to the foregoing services for the Project, as may be requested from time to time by the City or authorized IDA staff.

3. Compensation. In consideration for Observation Services rendered by Kent, the City shall pay Kent at a rate of Forty-two Dollars (\$42.00) per hour. Such compensation shall be subject to withholdings as required by law and as may be requested in writing by Kent. It is estimated that based on a Sixteen (16) month construction period for the Project, the aggregate amount of Observation Services for the Project shall be approximately 1300 hours. Kent shall submit to the City invoices for Observation Services in the same manner set forth in the Service Agreement.

4. Termination of Observation Services. The parties acknowledge that the IDA may change the scope and schedule of the Project from time to time. Accordingly, without terminating the Service Agreement as amended by this Amendment, the City shall have the right to immediately direct Kent to cease work on the Project, in which case Kent shall be entitled to compensation and expense reimbursement which accrued prior to the City exercising such right.

5. Effect on the Service Agreement. Except as amended in this Amendment, all other terms, provisions, and conditions of the Service Agreement shall remain in full force and effect, and the parties ratify and confirm that the Service Agreement, as amended by this Amendment, is and remains in full force and effect.

6. Venue and Jurisdiction. This Agreement and the performance thereof shall be governed by and enforced under the laws of the Commonwealth of Virginia, and if legal action by either party is necessary for or with respect to the enforcement of any or all of the terms and conditions hereof, then exclusive venue therefore shall lie in the City of Danville, Virginia.

WITNESS our signatures to this **AMENDMENT** as of the date first above written:

IDA:

INDUSTRIAL DEVELOPMENT AUTHORITY
OF DANVILLE, VIRGINIA, a political
subdivision of the Commonwealth of Virginia

By: _____
T. Neal Morris
Chairman of IDA

City

CITY OF DANVILLE, VIRGINIA, a Virginia
Municipal corporation

By: _____
Richard Drazenovich
Director of Public Works

By: _____
Sara Weller
Director of Human Resources

Approved as to form:

W. Clarke Whitfield, Jr.
City Attorney
City of Danville Virginia

KENT

A. Kent Shelton, P.E.



STAFF REPORT

DATE: October 10, 2023
TO: Industrial Development Authority
FROM: Corrie Bobe, Director of Economic Development and Tourism
RE: Refinance Loan Renewals for 500 Cane Creek Parkway with Virginia Small Business Financing Authority.

The Industrial Development Authority of the City of Danville, Virginia (the "Authority") agreed to enter into a loan agreement with the Virginia Small Business Financing Authority ("VSBFA") for a loan of up to \$1,360,504 to refinance the Authority's indebtedness to Virginia Community Capital incurred in connection 500 Cane Creek Parkway in Ringgold, Virginia.

This resolution authorizes the Authority to enter into a promissory note in a principal amount not to exceed the amount of the Loan (\$1,360,504) for a term of approximately ten (10) years at an interest rate of 5.5%. The resolution also authorizes and directs the Chairman or Vice Chairman of the Authority to execute the Note, the Loan Agreement, and all other Loan Documents.

ATTACHMENTS

1. 903-RES IDA Refinance 500 Cane Creek Parkway with VSBFA

PRESENTED: October 10, 2023

ADOPTED: October 10, 2023

RESOLUTION NO. 2023-____.

A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT AUTHORITY OF THE CITY OF DANVILLE, VIRGINIA.

WHEREAS, the Industrial Development Authority of the City of Danville, Virginia (the "Authority") has agreed to enter into a loan agreement (the "Loan Agreement") with the Virginia Small Business Financing Authority ("VSBFA") for a loan of up to \$1,360,504 (the "Loan"), the proceeds of which will be used to refinance the Authority's indebtedness to Lender and to Virginia Community Capital incurred in connection 500 Cane Creek Parkway in Ringgold, Virginia and more particularly described in the Loan Agreement (the "Project"), (ii) enter into a promissory note in a principal amount not to exceed the amount of the Loan for a term of approximately ten (10) years earning interest at 5.5% (the "Note"), and (iii) pay the costs of issuance of the Note from the proceeds of the Loan, all to accomplish certain purposes of the Virginia Industrial Development and Revenue Bond Act (the "Act"); and

WHEREAS, the City Council of the City of Danville, Virginia (the "City") has agreed to enter into a moral obligation support agreement to pledge its moral obligation to provide funds for the repayment of the Note should the Authority be called upon to pay the Note; and

WHEREAS, repayment of the Note is secured, among other things, by a Deed of Trust and an assignment of leases and rents on the Project (the "Security Documents"); and

WHEREAS, there have been presented to this meeting drafts of the following loan documents (the "Loan Documents") which the Authority proposes to execute, copies of which shall be filed with the records of the Authority:

- (a) the Loan Agreement among the Authority and VSBFA providing for the issuance of the Note and the loan of the monies from the sale of the Note to the Authority to pay a portion of the costs of the Project;
- (b) the Note in the original principal amount of \$984,000 payable to VSBFA, earning interest at 5.5% per annum and due and payable in full over a term of approximately ten (10) years; and
- (c) a Support Agreement of the City providing for the moral obligation of the City to provide funds subject to annual appropriation to pay the amounts due on the Note (the "Support Agreement").

NOW THEREFORE, BE IT RESOLVED BY THE INDUSTRIAL DEVELOPMENT AUTHORITY OF THE CITY OF DANVILLE THAT:

- 1. The Authority finds and determines that the undertaking of the Loan, the financing of the Project and the issuance of the Note will be consistent with the purposes of the Act and promote industry and increase commerce in the City and the Commonwealth of Virginia.
- 2. All costs and expenses in connection with the financing of the Project and the issuance of the Note, including the Authority's expenses, VSBFA's expenses, and the fees and expenses of Authority Counsel for the sale of the Note, shall be paid from the proceeds of the Note or other funds of the Authority.
- 3. The following plan for financing the Project is approved. The Authority shall use the proceeds from the issuance of the Note to finance the Project. The Authority will sell the Note to VSBFA and agree to repay the same pursuant to the terms of the Note and the Loan Agreement. The issuance of the Note earning interest at 5.5% per annum and due and payable in full over a term of approximately ten (10) years is hereby approved.
- 4. The Authority hereby authorizes the issuance of the Note pursuant to the Loan Agreement upon terms to be agreed upon and approved by VSBFA and the Authority.
- 5. The Chairman or Vice Chairman of the Authority, either of whom may act, are hereby authorized and directed to agree, acknowledge, and consent to the provisions of such other agreements, instruments, certificates, or other documents as are necessary in their sole discretion in connection with the issuance of the Note, including designating and confirming the final provisions and other terms of the Note and the Loan.
- 6. The Chairman or Vice Chairman of the Authority, either of whom may act, are hereby authorized and directed to execute the Note, the Loan Agreement, and the other Loan Documents by manual or facsimile signature, and the Secretary or Assistant Secretary, either of whom may act, are hereby

authorized and directed to affix the seal of the Authority to or print a facsimile thereof on the Note and attest the same by manual or facsimile signature, and the officers of the Authority are hereby authorized and directed to deliver the Note to VSBFA for authentication and delivery upon the terms provided in the Loan Agreement.

7. The Loan Documents and the Security Documents shall be in substantially the forms submitted to this meeting, which are hereby approved, with such completions, omissions, insertions, changes and revisions as may be approved by the officer executing them in his sole and absolute discretion, his execution thereof to constitute conclusive evidence of his approval of any such completions, omissions, insertions, changes and revisions.
8. Any authorization herein to execute a document shall include authorization to deliver it to the other parties thereto and to record such document where appropriate.
9. All other acts of the officers of the Authority that are in conformity with the purposes and intent of this resolution and in furtherance of the issuance and sale of the Note are hereby approved, ratified and confirmed.
10. This resolution shall take effect immediately.

Approved:

Chairman

Attest:

Secretary

Approved as to
Form and Legal Sufficiency:

City Attorney