

DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY

Minutes

April 14, 2025

A Meeting of the Danville-Pittsylvania Regional Industrial Facility Authority convened at 12:15 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 Sherman M. Saunders; Alternate Dr. Gary P. Miller was absent. Pittsylvania County Members present were Vice Chairman William V. Ingram, Robert Tucker and Alternate Darrell Dalton.

City/County staff members attending were: Deputy City Manager Earl B. Reynolds, Interim County Administrator Vincent Shorter, 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, Pittsylvania County Director of Economic Development Matt Rowe - Via Zoom, Pittsylvania County Project Manager Kattie Saunders, Legal Counsel to the Authority Michael Guanzon and Secretary to the Authority Susan DeMasi. Also present were City of Danville Director of Utilities Jason Grey, Division Director of Planning Renee Burton, Brian Bradner and Joseph Snead from Dewberry, Linda Green from SVRA, Pittsylvania County Supervisors Ken Bowman and Murray Whittle, and Danville City Council Member Madison Whittle.

Chairman J. Lee Vogler, Jr. presided.

PUBLIC COMMENT PERIOD

No one present desired to be heard.

APPROVAL OF MINUTES OF THE MARCH 10, 2025, REGULAR MEETING

Upon **Motion** by Mr. Tucker and **second** by Mr. Saunders, Minutes of the March 10, 2025, Regular Meeting were approved as presented. Draft copies had been distributed to Authority Members prior to the Meeting.

NEW BUSINESS

5A. CONSIDERATION OF RESOLUTION 2025-04-14-5A AUTHORIZING THE PURCHASE AND SALE AGREEMENT FOR 115 CAIN STREET

Legal Counsel to the Authority Michael Guanzon explained Mid-Atlantic Broadband Communities Corporation provides broadband services to rural areas throughout Virginia. They currently have an easement over property known as 115 Cain Street in the Cane Creek Centre Industrial Park, and have offered to purchase that from RIFA. To keep the purchase price aligned with comparable sales for that area, it would be \$139,339. Staff recommends that RIFA provide a real property incentive grant of \$39,339; that would net their purchase price to \$100,000. For a period of ten years, they will develop it in their ordinary course, and should they sell it for anything else within that time, they would be obligated to pro rata refund the credit RIFA was giving them at closing.

Mr. Saunders **moved** for adoption of *Resolution 2025-04-14-5A, a Resolution authorizing the negotiation, execution and delivery of a Purchase and Sale Agreement to sell that certain real property containing approximately 3.998 acres (PIN 78380), commonly known as 115 Cain Street, Danville, Virginia 24540, in the Authority's Cane Creek Centre Project, located in*

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Danville, Virginia and Pittsylvania County, Virginia, to Mid-Atlantic Broadband Communities Corporation, a Virginia Nonstock Corporation, under which Purchaser will pay a \$100.00 deposit for a thirty (30) day review period to inspect the Property, and where Purchaser will only be permitted to use the property for the further development of its Broadband Communications Services; the purchase price for the property will be equal to \$139,339.00 and the Authority will grant a \$39,339.00 Real Property Incentive Grant towards the purchase price.

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

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

5B. CONSIDERATION OF RESOLUTION 2025-04-14-5B AUTHORIZING AN AMENDMENT TO THE MAINTENANCE PROPOSAL WITH SELLARS BROTHERS

Pittsylvania County Director of Economic Development Matt Rowe explained this was a revised proposal from Sellars Brothers who have been doing the maintenance on the regional parks. Sellars Brothers approached staff stating that costs were going up, and they needed to increase the monthly rates slightly. The new proposed rate was \$3,600 per month for the Megasite and \$2,350 per month for Cane Creek Centre; this was for a one-year term. Mr. Vogler asked what the difference was, and Authority Treasurer Michael Adkins stated combined it was \$4,890 per month for both parks; the new amount was \$5,950 per month.

Mr. Tucker **moved** for adoption of *Resolution 2025-04-15-5B, a Resolution authorizing the negotiation, execution and delivery of an Amendment to that certain Maintenance Proposal dated August 8, 2022, with Sellers Brothers, Inc., a Virginia Corporation, for routine maintenance of the Authority's Southern Virginia Megasite at Berry Hill Project, located in Pittsylvania County, Virginia, at a monthly rate equal to \$3,600.00 and the Authority's Cane Creek Centre Industrial Park Project, located in Pittsylvania County, Virginia and Danville, Virginia, at a monthly rate equal to \$2,350.00, for a term of one year and the Authority has a 30-day early termination right.*

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

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

5C. CONSIDERATION OF RESOLUTION 2025-04-14-5C APPROVING A PROPOSAL FOR CONTRACT MODIFICATION WITH WSP USA INC.

Mr. Rowe explained this was an amended contract with WSP, who were doing the cemetery relocation work at the Megasite. Studies done at the site suggested they would encounter approximately 140 to 150 graves as part of the relocation process; the reality has been double that. WSP's costs have increased and in addition, RIFA has the minimum amount of DNA testing that has to be done per the DHR permit. RIFA received a \$500,000 Virginia Brownfield's Assistance Fund Grant to assist with this process. The original budget for the

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project was \$1.3M and RIFA was still within that amount. What was before the Board today was the minimum amount that has to be approved in order for RIFA to comply with their permit. When RIFA received the permit, one of the conditions was that any gravesites that were encountered above and beyond what was expected, RIFA was financially liable to move forward with that work. This was going toward that additional scope, and WSP looked to complete the exhuming all the gravesites by this Friday.

City of Danville Director of Economic Development Corrie Bobe noted, to show why there was almost double in costs related to this work and to reiterate the numbers, in the Hairston II site, they had expected around 17 graves and actually had to exhume 78. At the Adams-Wilson, they anticipated around 119 and it looked like it will be about 200. They started DNA sampling of the Hairston II property, about 16 units were sampled and they will continue along that same path at the Adams-Wilson property. Staff recommended, through this proposal, that Option 1 was what was required by permit to be conducted and that was not to exceed, in terms of DNA testing, about 30 samples in total between the two cemeteries. Ms. Bobe explained there were two different types of sampling, the 30 was the mitochondrial DNA which helps determine the family connection. They will do five SNP testing which will help indicate familial connections. The full scope of the cemetery relocation and the final design of the final resting place will determine whether they can open the opportunity for more sampling.

Mr. Saunders noted they have been discussing this issue for quite some time and had initial projections of what the cost would be. It appears to be escalating to some degree and asked when they anticipate having closure on this matter so the costs can be contained as opposed to going up.

Mr. Rowe stated the project had to be looked at in three phases: the first phase was the actual process of exhuming bodies; that number was defined now as that work has been done. The preliminary numbers done by the experts were wrong; they were off by a magnitude of two. The next step was to determine reinterment, and there were two ways to do that, one was through a mass vault. The families have requested, and their expectation was, that this would be done with individual vaults since the individuals were individually buried. Staff spoke to Fisher Watkins as to that cost, and that could not be finalized until they had the final number of individuals. The final part was, what does the new relocated consolidated cemetery look like. The County has Brownfield funds they were dedicating toward paying for KEI Architecture and TRC to lead that concept, planning with the families along with staff. Mr. Rowe noted he felt confident they would have the final numbers on the reinterment costs by the end of this week. Once they have a high-level concept, staff will come to the Board for their feedback. The expectations were that all of the work would be completed by the Hairston Family Reunion in early September. Mr. Rowe stated it would probably be several weeks before getting a final cost on what a concept could look like for that consolidated cemetery.

Mr. Saunders noted four or five months away was September and it seems like a moving target; he was trying to put a cap on it to some degree. Mr. Rowe noted it really comes down to RIFA's expectations; they could move as fast as possible by doing the bare minimum, simply go out and reinter the remains. The cheapest way to do it was through a mass vault, but the family's request has always been to have individual vaults. If RIFA wanted to do a meaningful concept, staff can bring something back to the Board to consider, choose the options they want to include or not include. Mr. Saunders noted Danville did something similar to this off Goodyear Boulevard trying to get land ready for a prospect. His concern was that

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as RIFA tries to be considerate and respectful that this could be a moving target and he needs to get some type of agreement or closure; he does not want it to drag out from now until September. He was looking for a reasonable time and hopefully it could be done in thirty days, but to keep going back and forth was not only going to escalate the cost but also set a precedent for future issues and negotiations.

Mr. Tucker noted he wanted to take the opposing side to Mr. Saunders because what they have run into was unintended consequences. They have to be sensitive to the form, and there was a cost factor involved. RIFA has started this process, basically shown their hand and they have communicated to the family that RIFA was going to be sensitive to their wishes. If the economic team brings something to the board and the board reverses course, it will only create bad press. For those reasons, he will support this particular resolution. In the African-American community, because they were not able to afford headstones, sometimes all there was, was a rock; they didn't know how many unmarked graves there were. Mr. Tucker believed the Board needed to stay the course and see this process through. Mr. Saunders noted he understood what Mr. Tucker was saying, and they need to be considerate of the families as well as the costs on this. What he was saying was that RIFA has been talking about this for a while and he would like to see some targets that RIFA was moving toward getting this resolved and what needs to happen. If there were questions that the family members have, they need to fully address them. It was not a matter of being insensitive, it was a matter, in his view, of looking at the cost and what this would mean for the future.

Mr. Vogler noted what he heard was these were ongoing discussions about how RIFA does this; the bodies have been exhumed, they were discussing what to do with the bodies, and how to do it. His question, in terms of the DNA, the type of vaults, with the agreement that was put in place, what was RIFA legally required to do and what was still open.

Mr. Rowe noted there was no agreement with the family, the agreement was with the state; as staff, they have not promised the family anything. Their commitment to the family was that RIFA would provide to the Board any of their requests, which they have been open about doing. What was before the Board at this time was the bare minimum for the permit, and that needed to be approved by the Board. With regard to the bodies, the bare minimum was RIFA has to reinter the bodies and have a written record of doing so; there has to be a certain percentage of DNA testing for the permit, which was what was before the Board today. They have identified the area which was in the permit where the remains go and RIFA hire Fisher Watkins at the request of the family, or they can use someone different, and they dig three hundred holes and put the remains in there. If it was a single vault, it was one large hole with all the remains going into a vault that was capped. That was what the bare minimum looked like. What they have heard from the families numerous times, especially from Dean Hairston, was that they were not really happy with how the Goodyear situation was taken care of. They said the remains were put into a portion of a cemetery and there was no real individuality given to those gravesites. Other comments they received were the bare minimums of the expectations of the families were to have individual vaults for the individual remains and then to have some kind of iron fence around the gravesite, a nice roadway which the City public works put in. The family would be looking at some kind of kiosk or memorial stating that this was where the remains of 300 unidentified gravesites were relocated to. They cannot start re-burying people until they get all the remains out of the ground; they should be at that point by the end of this week. Mr. Rowe noted the shortest time he thought they could get this

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done, doing a single vault, would probably be in the next 60 days. If they were doing the individual vaults, that would take time, and they would be looking at 90 to 120 days.

Mr. Vogler stated in this case it was more graves than they anticipated; his only suggestion as they try to bring finality to this and to keep in mind for future projects, was they want to be respectful and do all the right things, which he thinks they have, but they did not have unlimited resources. There had to be some kind of finite cost to this. He hoped RIFA sets a budget and works within that. Mr. Rowe explained they had set a budget of \$1.3M for this originally and were still within that budget, they probably have about \$350,000 left. The budget was set before they received the \$500,000 of Brownfield money from the state.

Mr. Saunders noted that Mr. Tucker was correct, they should get this done in a respectful manner, which sounds like the staff was doing. Mr. Saunders asked Deputy City Manager Earl Reynolds for his thoughts and Mr. Reynolds stated what Mr. Vogler pointed out was the crux of what was on the agenda today, that is, the numbers simply increased, which was going to cost more money to process this phase of the overall project. What the Board has been discussing, that still has to materialize and come before the Board, was the reinterment plan, and how much that will cost; the Board was not here today to work that out. He hears the Board saying they want that worked out and brought back to them; the Staff heard the Board and that plan will be forthcoming.

Mr. Tucker thanked Mr. Reynolds, and the staff, they have done a wonderful job in terms of how they have orchestrated this project this far. As far as containing the costs he had a question and suggestion, and believed they could find a happy medium. Can they do a combination thereof, the graves they can identify, they purchase a vault for, the graves they cannot identify, have a mass vault for the remainder. They give some level of satisfaction to the family. Ms. Bobe stated, to make everyone aware, there were two tombstones in the Adams cemetery, and everything else was hand laid rock; Mr. Rowe stated there were three marked graves total. Mr. Vogler stated they will not know who the remains were but were going to do graves with "unknown" put on them, how would that work. Mr. Rowe explained the remains they were discussing were not in caskets, and they have been having conversations with Fisher Watkins about the cost of buying urns and burying them. What has been done in other communities that the families have been speaking about, having the urn or casket buried and on top of that a stone that says "body of a child", "body of an adult". That was what they heard as they put together what this concept will look like; it will be presented to the RIFA Board for feedback and guidance.

Authority Treasurer Michael Adkins noted \$1.3M was identified, that was proceeds from the timber sales; if the items on today's agenda were approved, they will have committed almost \$900,000 of that to this point. That does not include the \$500,000 grant that was mentioned. Ms. Bobe explained the understanding was that the \$500,000 would help offset some of the \$1.3M, not be in addition to the \$1.3M. It was not \$1.3M plus the \$500,000 grant, it was really meant to help minimize the out-of-pocket expenses to RIFA.

Mr. Vogler noted staff heard what the Board has said, and he would like to have several options. When the Board comes back for the next discussion, based on what they have heard, he would ask staff to give them two or three different options, with costs, what they can do within that budget and timeline, and they can go from there.

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Mr. Tucker **moved** for adoption of *Resolution 2025-04-14-5C, a Resolution approving that certain proposal for contract modification, dated March 28, 2025, with WSP USA Inc., a New York Corporation, for cemetery relocation services on Lot 3 of the Authority's Southern Virginia Megasite at Berry Hill located in Pittsylvania County, Virginia, to provide additional excavation and laboratory services relating to additional burial sites for a fee not to exceed \$525,975.00.*

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

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

5D. CONSIDERATION OF RESOLUTION 2025-04-14-5D AUTHORIZING A PROPOSAL FOR CULTURAL RESOURCE SERVICES FROM WSP USA INC.

Mr. Rowe noted this was for Lot 1, which was the Microporous lot, and as part of the NEPA process, which was the Federal government review for the environmental side for their grant, they requested that minor additional reporting be completed. This would wrap up RIFA's responsibilities when it comes to delivering a buildable lot for the NEPA process. There was about \$15,500 left over through the Virginia Business Ready Sites program grant for that lot. They have already spoken with Abigail Patterson with VEDP and this was an eligible cost for them to reimburse.

Mr. Saunders **moved** for adoption of *Resolution 2025-04-14-5D, a Resolution authorizing the negotiation, execution and delivery of a Proposal for Cultural Resource Services from WSP USA Inc., a New York Corporation, in connection with Resolution No. 2023-05-08-5C, where services provider will provide Cultural Resource Services on Lot 1 of the Authority's Southern Virginia Megasite at Berry Hill located in Pittsylvania County, Virginia for a fee not to exceed \$17,670.00.*

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

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

5E. CONSIDERATION OF RESOLUTION 2025-04-14-5E APPROVING THE PROPOSED PLANS FOR IMPROVEMENTS FOR PIN 76441 IN THE CYBER PARK

City of Danville Director of Planning Renee Burton noted what the Board had in front of them was for 231 Slayton Avenue, the completion of the Cyber Park substation from the City's Department of Utilities. This was a screen for that substation, it will be a block wall on two sides, shielding the visibility from the ATDM as well as Slayton Avenue. There would be a chain link fence on the other two sides and those sides were not visible on the public right of way. The proposed block wall does meet the design guidelines of the protective covenants. Ms. Burton discussed the landscaping requirements for screening and stated she has spoken with City of Danville Director of Utilities Jason Grey about that landscaping.

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Mr. Tucker **moved** for adoption of *Resolution 2025-04-14-5E, a Resolution approving the proposed plans and specifications for improvements to certain real property owned by the Authority (PIN 76441) in the Authority's Cyber Park Project located in Danville, Virginia, for the installation of block wall surrounding the Substation by the City of Danville's Department of Community Development.*

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

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

5F. FINANCIAL STATUS REPORT AS OF MARCH 31, 2025.

Authority Treasurer Michael Adkins gave the Financial Status report as of March 31, 2025, beginning with the \$7.3M Bonds for Cane Creek, which had no activity for March. Under General Expenditures for the current fiscal year, RIFA completed paying for the FY 2024 Audit to Brown Edwards, two payments: \$15,000 and \$9,500. RIFA also paid the Institute almost \$540 for meals, and the monthly utilities for the City of \$163. Funding Other than Bonds for the Megasite, Lot 4, Lots 1 and 2, Water and Sewer at Berry Hill, and Cyber Park Site Development had no expenditures for March. Rent, Interest and Other Income showed RIFA received the regular monthly income from the Institute for the Hawkins Building of \$23,342. Miscellaneous income items during the month of March include \$3,345.54 from Pittsylvania County related to Morgan Olsen tax rebates and incentives. RIFA received a refund from Morgan Olsen of \$427,463.43 for repayment of their local performance agreement items; the first was a Job Creation Grant of \$187,000 and the remainder were tax rebates in the amount of \$240,462. RIFA also received the fourth obligation payment from Project Orange, that amount was \$400,000 received at the end of March for the month of April. RIFA received returned funds from a real estate closing on Berry Hill; the loan for that purchase was a little more than they anticipated needing for the closing costs, those leftover proceeds came to RIFA in the amount of \$53,550.18. RIFA also received a refund from Transco; RIFA had received grant funding from the Foundation for Geotech work at Berry Hill and provided TransCo a deposit for that work. The actual cost was less than anticipated, so RIFA received a refund of \$17,127. RIFA does have an invoice from Sellars Brothers related to Geotech work and can use some of the money that was repaid to them for that expense. RIFA will return the remaining funds to the Foundation and they will be repurposed for other economic development efforts. Other Expenses included a payment to Dewberry Engineers for \$13,650 related to the strategic plan development, Economic Leadership was performing that development update. RIFA paid the Institute for the Hawkins Building Maintenance of \$23,342, and also paid nearly the last progress billing to KFH, the group doing the regional bus study; that invoice was \$21,841. RIFA refunded some funds to Pittsylvania County; the County had provided payments for tax incentives that were not needed at this time, so they were refunded back in the amount of \$87,296.

Mr. Saunders **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, Saunders, Vogler (4)

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NAY: None (0)

6. CLOSED SESSION

At 1:12 p.m. Mr. Ingram **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
- 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.

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

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

7. RETURN TO OPEN SESSION

On **Motion** by Mr. Tucker and **second** by Mr. Saunders and by unanimous vote at 1:47 p.m., the Authority returned to open meeting.

Mr. Tucker **moved** for adoption of the following Resolution:

That the Authority certify that, to the best of each Member's knowledge:

- (i) only public business matters lawfully exempted from 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 Authority.

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

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

8. COMMUNICATIONS

Mr. Guanzon noted RIFA was now the owner of the Hairston Family Farm, that closed and they actually received money back from the loan.

Mr. Vogler noted he appreciated all the work everyone in the room puts in and it was going to be a great rest of the year.

Meeting adjourned at 1:51 p.m.

APPROVED:

s/ J. Lee Vogler, Jr.
Chairman

s/ Susan M. DeMasi
Secretary to the Authority