

DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY

Minutes

July 14, 2025

A Meeting of the Danville-Pittsylvania Regional Industrial Facility Authority convened at 12:14 p.m. on the above date at the Institute for Advanced Learning and Research, 150 Slayton Avenue, Room 206, Danville, Virginia. Present were City of Danville Members Chairman J. Lee Vogler, Jr., Sherman M. Saunders and Alternate Dr. Gary P. Miller. Pittsylvania County Members present were Vice Chairman William V. Ingram, Robert Tucker and Alternate Darrell Dalton.

City/County staff members attending were: City Manager Ken Larking, 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, Legal Counsel to the Authority Michael Guanzon and Secretary to the Authority Susan DeMasi. Also present were Brian Bradner, Shawn Harden and Joseph Snead from Dewberry, Linda Green from SVRA, Pittsylvania County Supervisor 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 JUNE 9, 2025, REGULAR MEETING AND JUNE 23, 2025, SPECIAL CALLED MEETING**

Upon **Motion** by Mr. Saunders and **second** by Mr. Ingram, Minutes of the June 9, 2025, Regular Meeting and June 23, 2025, Special Called Meeting were approved as presented. Draft copies had been distributed to Authority Members prior to the Meeting.

**NEW BUSINESS**

**5A. CONSIDERATION OF RESOLUTION 2025-07-14-5A APPROVING A ONE-YEAR LEASE RENEWAL WITH OSBORNE FARMS**

Legal Counsel for the Authority Michael Guanzon explained this item was for a renewal of the pasturelands sod lease RIFA has had for many years; it was a one-year lease. It has the same provisions as last year including a confidentiality provision regarding potential recruits, an early termination clause, and they have to maintain certain insurance.

Mr. Tucker **moved** for adoption of *Resolution 2025-07-14-5A, a Resolution approving a one-year renewal of the lease to the Osborne Company of North Carolina, Inc., a North Carolina Corporation, of approximately 100 acres of pastureland in the Authority's Southern Virginia Megasite at Berry Hill Project (a portion of GPINS 1366-78-4718 and 1367-70-4519), commonly known as 4380 Berry Hill Road, in Pittsylvania County, Virginia; the Lease term shall be subject to a right of landlord to show the demised premises upon at least 24-hours notice and the obligation of tenant to keep the identity of any prospective business recruits confidential until a public announcement is made, if ever, or as otherwise required by law; the Authority shall have the right to early terminate the lease with at least 30-days notice; and the*

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*Lease shall be for the use of harvesting grass hay and incidental uses acceptable to the Authority, at a total rental fee of \$1,000.00.*

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)

**5B. CONSIDERATION OF RESOLUTION 2025-07-14-5B AUTHORIZING AN AMENDMENT TO THE MITIGATION AGREEMENT WITH HGS, LLC**

Dewberry Engineer Brian Bradner explained this was another monthly extension to the existing mitigation agreement in place with RES for additional work.

*Mr. Saunders moved for adoption of Resolution 2025-07-14-5B, a Resolution authorizing the Authority to negotiate an amendment to that certain Mitigation Agreement dated as of January 31, 2025, as further amended, between the Authority and HGS, LLC, a wholly-owned subsidiary of Resource Environmental Solutions, LLC, A Louisiana Limited Liability Company, to extend the term until August 15, 2025 for a maximum extension payment of \$1,000.00, in connection with Resolution No. 2024-11-13-5D.*

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)

**5C. FINANCIAL STATUS REPORTS AS OF JUNE 30, 2025**

Authority Treasurer Michael Adkins gave the Financial Status report as of June 30, 2025, starting with General Expenditures for FY 2025, noting expenses paid in June included resupplying RIFA's check supply at \$218.04, meals at the Institute of \$500.22, City of Danville Utilities \$184.31, and renewal of the liability insurance with Virginia Risk Sharing Association of \$3,665.00 which was an annual premium. RIFA overspent its budget by almost \$84,000, and at the end of the report, Mr. Adkins noted he would be asking the Board to approve a transfer of \$85,000 to cover where they were right now. There may be more invoices coming in over the next couple of weeks for FY 2025, so next month he should have the last of those. The Funding for the Megasite Other than Bonds had two expenditures, one with WSP for continued work on the cemetery relocation for \$373,049.74, also the second interest payment on the loan related to the Hairston Property purchase was paid for \$8,566.00. Lot 4 Site Development had no activity for June, Lots 1 and 2 had one expenditure to Dewberry for \$1,050.00 for work completed under Amendment #41 which had to do with the Microporous plat. Water and Sewer at Berry Hill and Cyber Park Site Development had no activity for June. Rent, Interest and Other Income for Fiscal 25 showed RIFA did receive payment from the Institute related to the lease and also received interest for May and June of \$40,522.00. Miscellaneous Income showed the County received the COF grant for Tyson Foods in the amount of \$1,806,420, that was also paid to Tyson during the same month. RIFA also received \$100,000 in proceeds from the sale of 115 Cain Street to MidAtlantic. Under

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Expenditures, RIFA paid the Institute \$23,342 for Hawkins' Building Maintenance and transferred that COF payment to Tyson. RIFA also had a payment to Dewberry for updating the Strategic Plan of \$6,825 and the same purpose of updating the Strategic Plan, RIFA had a \$40,000 expenditure to Economic Leadership. In addition, RIFA paid Sign Enterprise a portion of the funds to relocate the sign at Berry Hill at \$34,725 and that was reimbursed by VDOT. Mr. Adkins noted he does need permission to transfer \$85,000 to cover the General Expenses for Fiscal 2025.

Mr. Tucker **moved** to accept the Financial Report and approve the transfer of the stated amount; 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)

**6. CLOSED SESSION**

At 12:21 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

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- 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. 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. Saunders and **second** by Mr. Tucker and by unanimous vote at 12:51 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)

**7C. CONSIDERATION OF RESOLUTION 2025-07-14-7C APPROVING THE FORM OF A LOCAL PERFORMANCE AGREEMENT**

City of Danville Director of Economic Development Corrie Bobe noted this was a Local Performance Agreement, and Mr. Guanzon stated it was a company that has been vetted by RIFA staff.

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Mr. Tucker **moved** for adoption of a Resolution entitled *Resolution 2025-07-14-7C, approving the form of a Local Performance Agreement to be executed by the Authority and Others, where no previous public announcement has been made of the Business or Industry's interest in locating its facility in the Authority's Cyber Park located in Danville, Virginia, under which agreement, the Authority, the City of Danville, Virginia, and the County of Pittsylvania, Virginia would provide to a Company or Industry known and recommended by the Authority's Staff, certain incentives, in exchange for, among other things, the creation by the Company of 36 new jobs with an average annual wage of at least \$77,173.00, excluding standard fringe benefits, and certain minimum capital investment of \$12,503,300.00, over a performance period of 10 years.*

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**

City Manager Ken Larking noted regarding Item 5C, which had been removed from the agenda, the information that was on the agenda became moot for several reasons, the first being it was not the correct information. It was really related to a Board of Zoning Appeals application to allow a non-conforming use on property adjacent to the Cyber Park on Gilbert Street or Road; it was property between the Cyber Park and the Airport. The Board of Zoning Appeals did approve their request for a variance which allowed the replacement of the trailer. City staff was opposed to it, but it was approved by the BZA; if RIFA wants to, they can appeal the decision of the BZA.

Board members noted it was a good meeting and commended the staff for the work they all do, and keeping the Board updated. Mr. Tucker recognized Mr. Vincent Shorter as the permanent County Administrator.

Meeting adjourned at 12:58 p.m.

APPROVED:

s/ William V. Ingram  
Vice Chairman

s/ Susan M. DeMasi  
Secretary to the Authority