

DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY

Minutes

September 8, 2025

A Meeting of the Danville-Pittsylvania Regional Industrial Facility Authority convened at 12:11 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 Sherman M. Saunders, Dr. Gary P. Miller and Alternate Alonzo L. Jones. 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, Deputy City Manager Earl Reynolds, Authority Treasurer Michael Adkins, City of Danville Accountant Jaime Pritchett, City of Danville Director of Economic Development Corrie Bobe, Assistant Director of Economic Development Kelvin Perry, Pittsylvania County Director of Economic Development Matt Rowe, Pittsylvania County Project Manager Kattie Saunders, City of Danville Director of Public Works Rick Drazenovich, 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 Adam Thompson from Strata Solar.

Vice Chairman William V. Ingram presided.

PUBLIC COMMENT PERIOD

Mr. Ingram recognized Tiffany Heyward from the Dan River Basin Association who noted their group was a local environmental nonprofit, preserving and protecting the watershed, which was located within the Roanoke Valley River Watershed. It covers sixteen counties, eight in Virginia, eight in North Carolina. They reach about 15,000 youth and adults on environmental education, they have public outings every month and several hundred people come out throughout the year to join them. They clean up hundreds of miles of rivers and trails and also build river access in parks and trails throughout the sixteen counties. Ms. Heyward noted she was there to speak about the property at Berry Hill for a potential river access. They would ask the Board about potentially using Berry Hill to help the community and have another access; they were there to help design, support, build and fund that river access, when and if that was a possibility.

APPROVAL OF MINUTES OF THE AUGUST 11, 2025, REGULAR MEETING

Upon **Motion** by Mr. Saunders and **second** by Mr. Tucker, Minutes of the August 11, 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 2025-09-08-5A ELECTION OF CHAIRMAN FROM THE CITY OF DANVILLE MEMBER LOCALITY

Legal Counsel for the Authority, Michael Guanzon, explained Danville City Council has temporarily appointed Dr. Miller to serve as a voting member of RIFA as Mr. Vogler convalesces, and also appointed Mayor Alonzo Jones to serve as an alternate member. The Chairmanship of RIFA alternates year to year; this year was the City's year, and in January it will rotate back to the County's leadership. RIFA was required, as there was a vacancy, to

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elect a chairman to succeed Mr. Vogler for the balance of this year. The City's resolution talks about a temporary appointment pending Mr. Vogler's recovery, but that will not be a determination by the RIFA board; it will have to be from Danville City Council. The Board needs to elect a Chairman coming from the City.

Mr. Ingram called for a nomination for a successor for the Chairman position.

Mr. Tucker **moved** to nominate Sherman Saunders as Chairman.

Mr. Ingram noted if there were no other nominations, he would ask for a Motion to Close the nominations.

Mr. Tucker **moved** to close the nominations. The Motion was **seconded** by Mr. Ingram and carried by the following vote:

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

The **Motion** to appoint Sherman Saunders as Chairman was carried by the following vote:

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

Mr. Saunders asked Mr. Ingram to continue presiding over the meeting.

5B. CONSIDERATION OF RESOLUTION NO. 2025-09-08-5B AUTHORIZING A NON-EXCLUSIVE ACCESS EASEMENT TO MIDDLE MILE INFRASTRUCTURE LLC

Pittsylvania County Director of Economic Development, Matt Rowe, explained RIFA received a proposal from Mid-Atlantic Broadband Corporation for access to expand their cabinet. They had proposed utilizing Cain Street, and there has been some concern about the utilization of that road. They came back to staff and requested an easement to Cane Creek Parkway; staff was able to work with them on that particular easement. They looked at several different options, and the one in the agenda packet was the one that was selected. It was about 13,000 sq ft of impacted area, and the purchase price was \$4,500. They would be putting in commercial curb and gutter for that entrance; it was a non-exclusive entrance, which means RIFA would be able to utilize it in the future as well.

Mr. Saunders moved for adoption of Resolution 2025-09-08-5B, *a Resolution authorizing the negotiation, execution and delivery of a Non-Exclusive Access Easement to Middle Mile Infrastructure LLC in furtherance of a colocation in-line amplifier (ILA) site with Mid-Atlantic Broadband Communities Corporation, a Virginia non-stock corporation, containing approximately 13,366 square feet, located on a portion of certain real property (GPIN 2347-13-8189), fronting on Cane Creek Parkway, of the Authority's Cane Creek Centre project, located in Pittsylvania County, Virginia, where the compensation paid to the Authority shall be equal to \$4,500.00.*

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

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

5C. CONSIDERATION OF RESOLUTION NO. 2025-09-08-5C AUTHORIZING AN EASEMENT OPTION AGREEMENT WITH TUPELO STORAGE LLC.

Mr. Rowe noted he and Ms. Bobe had a guest, Adam Thompson from Strata Solar. Staff has been working with Strata Solar on a potential battery storage facility next to the substation. The original facility was proposed on about 80 acres of property with a ground lease. This Board had voted approval of that and the County had approved the siting agreement. Staff has since worked with Strata to reduce the acreage needed, and it was down to about thirty-five acres. Strata was able to accommodate RIFA by getting some additional property next door where they were able to put in their queue position, write their request to the transmission grid of having that battery storage facility and how it would connect into the substation. In order to maintain their queue position, they have to show that they have legal access to the substation for the interconnect. Even though they have no intentions of utilizing the other parcel for a battery storage facility, in order to maintain their queue position, they have to go through this process of showing they have site control for the transmission easement back to the substation. It allows them to check the box they need with PJM; they pay RIFA a \$50,000 per year fee for establishing that option to an easement, and it would not be showing up when it comes to ULTA surveys for title purposes because it would not be recorded. Mr. Rowe noted it was more of a procedural item so Strata can maintain their queue position.

Mr. Thompson noted they appreciated working with the RIFA team over the years for not just this project but others in accommodating industrial development at the Megasite. They appreciate the creativity on the easement.

Mr. Tucker **moved** for adoption of Resolution 2025-09-08-5C, *a Resolution authorizing the Negotiation, Execution and Delivery of an Easement Option Agreement with Tupelo Storage, LLC, a North Carolina Limited Liability Company, where Tupelo Storage, LLC will have the option to obtain Perpetual Transmission-Line and Temporary Construction Easements on certain portions of real property (GPINS 1356-75-0037 and 1367-30-1931) located in the Authority's Southern Virginia Megasite at Berry Hill, located in Pittsylvania County, Virginia, under which Tupelo Storage will pay an annual Option Fee equal to \$50,000.00 for up to five years during the Option Period, and where the purchase price for the easements is equal to \$250,000,000.00, provided that the form of such Easement Option Agreement shall be subject to the approval by Legal Counsel to the Authority as to legal form.*

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

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

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5D. FINANCIAL STATUS REPORTS AS OF AUGUST 31, 2025

Authority Treasurer Michael Adkins gave the Financial Status report as of August 31, 2025, noting the first sheet was a recap of the FY 25 General Expenditures; staff has not finished closing that out. They currently have a deficit of about \$5,600, but Mr. Adkins stated he was going to hold off requesting funding for that until the last invoices came in. The General Expenditures for the current fiscal year show RIFA paid Sellars Brothers for the recurring monthly maintenance on the parks, City Utilities of \$166.35 and the Institute for meals of \$516.96. Mr. Adkins noted under Funding for the Megasite Other than Bonds, RIFA reimbursed Danville Utilities for \$100,000 for powerline relocation, the monthly interest to VSBA for the loan on the Hairston Property purchase of \$8,852 and RIFA also made a payment to Dewberry for their work under Amendment #42 of \$42,479.50. For the next four pages there was no activity for August. Rent, Interest and Other Income for the current fiscal year showed RIFA received payment from the Institute related to the Hawkins Building of \$23,342, and one expenditure to the Institute for \$23,342 related to the Hawkins' Building maintenance.

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, Miller (4)
NAY: None (0)

6. CLOSED SESSION

At 12:31 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

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award of a specific contract pertaining to the Authority's Southern Virginia Megasite at Berry Hill project, Cyber Park project and/or Cane Creek Centre project, where competition or bargaining is involved and where the release of such information would adversely affect the bargaining power or negotiating strategy of the Authority) and Virginia Code § 2.2- 3705.1(8) (appraisals and cost estimates of real property in one or more of the Authority's projects subject to a proposed purchase, sale, or lease, prior to the completion of such purchase, sale, or lease); and

- C. As permitted by Virginia Code § 2.2-3711(A)(3) for discussion or consideration of the acquisition and/or the disposition of publicly held real property, where discussion in an open meeting would adversely affect the bargaining position or negotiating strategy of the Authority; and
- D. As permitted by Virginia Code § 2.2-3711(A)(8) for consultation with legal counsel employed or retained by a public body regarding specific legal matters requiring the provision of legal advice by such counsel; and
- E. As permitted by Virginia Code § 2.2-3711(A)(29) for discussion of the award of a public contract involving the expenditures of public funds where discussion in an open session would adversely affect the bargaining position or negotiating strategy of the Authority.

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

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

7. RETURN TO OPEN SESSION

On **Motion** by Mr. Saunders and **second** by Mr. Tucker and by unanimous vote at 1:35 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, Miller (4)
NAY: None (0)

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Mr. Tucker made a **Motion** to follow the Legal Counsel's advice concerning a budget amendment.

Mr. Guanzon noted on behalf of Mr. Tucker, the Motion would be to authorize a budget amendment, for a total not to exceed \$385,000 coming from the unassigned fund balance. That would be to further the cemetery project for funds to be paid to Frederick Block, Sellars Brothers, Dewberry, Evergreen Lawn Care and also to pay for transportation costs, not to exceed \$385,000, and to authorize and direct the County Administrator Officer and the City Manager Officer to disburse other items within the by-law requirements.

The Motion was **seconded** by Dr. Miller and carried by the following vote.

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

8. COMMUNICATIONS

Authority Board members noted it was a great meeting, thanked the team for all the hard work they do, and welcomed Mayor Jones to the Board.

Meeting adjourned at 1:45 p.m.

APPROVED:

s/ Sherman M. Saunders
Chairman

s/ Susan M. DeMasi
Secretary to the Authority