

DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY

Minutes

January 12, 2026

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 Sherman M. Saunders, J. Lee Vogler, Jr., 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, Deputy City Manager Earl Reynolds, County Administrator Vincent Shorter, Authority Treasurer Michael Adkins, Pittsylvania County Director of Finance Kim Van Der Hyde, City of Danville Accountants Jaime Pritchett and Meredith Franklin, City of Danville Director of Economic Development Corrie Bobe (via zoom), Pittsylvania County Director of Economic Development Matt Rowe (via zoom), Project Manager Kattie Saunders, Legal Counsel to the Authority Michael Guanzon, and Secretary to the Authority Susan DeMasi. Also present were Linda Green, Pittsylvania County Supervisor Ken Bowman, and Shawn Harden, Brian Bradner and Joseph Snead from Dewberry

Chairman Sherman M. Saunders presided.

**PUBLIC COMMENT PERIOD**

No one desired to be heard.

**APPROVAL OF MINUTES OF THE DECEMBER 15, 2025, REGULAR MEETING**

Upon **Motion** by Mr. Vogler and **second** by Mr. Tucker, Minutes of the December 15, 2025, Regular Meeting were approved as presented. Draft copies had been distributed to Authority Members prior to the Meeting.

**NEW BUSINESS**

**5A. ELECTION AND REAPPOINTMENT OF OFFICERS FOR CALENDAR YEAR 2026**

Legal Counsel to the Authority Michael Guanzon explained this was done every January per the by-laws; the Chairman and Vice Chairman alternate every year. This year the Chairman must come from the County, the Vice Chairman must come from the City and the Board needs to reappoint the Secretary, Treasurer, the City Manager Officer and County Administrator Officer.

**i. Election of Chairman from Pittsylvania County Member Locality (see Bylaws, Article VI, paragraph 1).**

Mr. Tucker **nominated** Mr. Ingram as Chairman of the Authority. The Motion was **seconded** by Mr. Vogler and carried by the following vote:

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

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**ii. Election of Vice Chairman from Danville City Member Locality (see Bylaws, Article VI, paragraph 4)**

Mr. Tucker **nominated** Mr. Saunders as Vice Chairman of the Authority. The Motion was **seconded** by Mr. Vogler and carried by the following vote:

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

The Board approved the reappointment of the following staff:

Reappointment of Secretary from the Authority's staff – Susan M. DeMasi, City Clerk, City of Danville;

Reappointment of Treasurer from the Authority's staff – Michael L. Adkins, Assistant City Manager/CFO, City of Danville;

Reappointment of City Manager Officer – Kenneth F. Larking, City Manager, City of Danville; and

Reappointment of County Administrator Officer – Vincent E. Shorter, County Administrator, Pittsylvania County.

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

**5B. CONSIDERATION OF AMENDMENTS TO THE AUTHORITY'S BYLAWS AUTHORIZING THE CITY MANAGER OFFICER AND COUNTY ADMINISTRATIVE OFFICER TO: (1) EXECUTE AND DELIVER OPTION AGREEMENTS IN COMPLIANCE WITH ARTICLE IV, PARAGRAPH 2, BUT EXCLUDING CLOSING UNDER SUCH OPTION AGREEMENTS; (2) EXECUTE AND DELIVER CHANGE ORDERS IN COMPLIANCE WITH ARTICLE IV, PARAGRAPH 2; AND (3) APPLY FOR AND SUBMIT GRANT APPLICATIONS, BUT EXCLUDING THE EXECUTION AND DELIVERY OF ANY APPLICABLE GRANT PERFORMANCE AGREEMENTS [NO WRITTEN RESOLUTION.]**

Mr. Guanzon explained under the terms of the by-laws, by-laws to be approved must be given at least five days' notice; since the Board was not able to do the five days' notice, they were giving notice in advance of the five-day notice for the February meeting. This item will be on the February agenda, and the Board will vote on it at that time. The recommendation from legal counsel and staff was to amend the by-laws to authorize the City Manager Officer and the County Administrator Officer to execute and deliver option agreements in compliance with the by-laws, and also to execute and deliver change orders. If there was a small change order, staff does not have to schedule a full meeting for that, so long as the amount of the change order was within their other powers. Also, this was to apply for and submit grant applications; that ability would not include executing grant performance agreements. If a grant was accepted and there was going to be a performance agreement, they would have to get that approved by the Board. This was a preview, there was no vote to be taken, but so the

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Board was in compliance with the by-laws, the Board will have given over a month's notice of this resolution and item to come.

**5C. FINANCIAL STATUS REPORT AS OF DECEMBER 31, 2025**

Authority Treasurer Michael Adkins gave the Financial Status report as of December 31, 2025, noting Fiscal Year 25 was closed out. Staff had asked for a maximum of \$215,000 to be transferred from Unrestricted; they only used \$207,000. They made that transfer and the only expenditure was legal services from Christian & Barton for the last six months of Fiscal 25 in the amount of \$201,955.67. Current Fiscal Year 26 General Expenditures included meals paid to the Institute of \$475, the monthly utility bill of \$106, and the recurring maintenance payment to Sellars Brothers of \$5,950. Funding Other than Bonds for the Megasite had several expenditures mostly related to the cemetery including a payment to Sellars Brothers of \$79,728, Fisher & Watkins completing that service of \$99,199, WSP had a progress billing of \$7,215, and Evergreen Lawn Maintenance, who installed the pavers at the cemetery, \$194,288. There were also legal fees from Troutman Pepper & Lot for \$630 and interest on the loan that was used to purchase the property; with timing there were two months of interest payments totaling \$17,693. There was no activity for Lot 4, Lots 1 and 2, Water and Sewer at Berry Hill and the Cyber Park for the month of December. Rent, Interest and Other Income, as mentioned last month, RIFA did receive the right of way payment from Williams Transco of \$1,150,000. Also, the City and County contributed the amounts for the loan interest mentioned earlier, so combined the City and County had \$35,972. On the Expenditure side, RIFA paid Dewberry \$13,650 for continued work on the update to the strategic plan and the monthly maintenance for the Hawkins' Building of \$23,342.

Mr. Saunders **moved** to accept the Financial Report as presented. The Motion was **seconded** by Mr. Vogler and carried by the following vote:

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

**6. CLOSED SESSION**

At 1:10 p.m. Mr. Vogler **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)

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- those certain confidential proprietary records voluntarily provided by private business pursuant to a promise of confidentiality from the Authority, and used by the Authority for business and trade development and (ii) those certain memoranda, working papers, or other information related to businesses that are considering locating or expanding in Virginia, prepared by the Authority, where competition or bargaining is involved and where disclosure of such information would adversely affect the financial interest of the Authority); such information being excluded from mandatory disclosure under Virginia Code § 2.2-3705.1(12) (information relating to the negotiation and award of a specific contract pertaining to the Authority's Southern Virginia Megasite at Berry Hill project, Cyber Park project and/or Cane Creek Centre project, where competition or bargaining is involved and where the release of such information would adversely affect the bargaining power or negotiating strategy of the Authority) and Virginia Code § 2.2- 3705.1(8) (appraisals and cost estimates of real property in one or more of the Authority's projects subject to a proposed purchase, sale, or lease, prior to the completion of such purchase, sale, or lease); and
- C. As permitted by Virginia Code § 2.2-3711(A)(3) for discussion or consideration of the acquisition and/or the disposition of publicly held real property, where discussion in an open meeting would adversely affect the bargaining position or negotiating strategy of the Authority; and
  - D. As permitted by Virginia Code § 2.2-3711(A)(8) for consultation with legal counsel employed or retained by a public body regarding specific legal matters requiring the provision of legal advice by such counsel; and
  - E. As permitted by Virginia Code § 2.2-3711(A)(29) for discussion of the award of a public contract involving the expenditures of public funds where discussion in an open session would adversely affect the bargaining position or negotiating strategy of the Authority.

The Motion was **seconded** by Mr. Tucker 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. Vogler and **second** by Mr. Tucker and by unanimous vote at 1:10 p.m., the Authority returned to open meeting.

Mr. Saunders **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

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(ii) only such public business matters as were identified in the Motion convening the Closed Meeting were heard, discussed, or considered by the Authority.

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

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

**7C. RESOLUTION 2026-01-12-7C AUTHORIZING THE NEGOTIATION OF AN AGREEMENT OF PURCHASE AND SALE BETWEEN THE AUTHORITY AND PREFERRED INVESTMENTS LLC – (ADDED TO AGENDA AT THE MEETING)**

*Mr. Tucker moved for adoption of a Resolution authorizing the Negotiation, Execution and Delivery of an Agreement of Purchase and Sale between the Authority and Preferred Investments, LLC, a Delaware Limited Liability Company, for approximately 21.95 Acres of certain property located in the Authority's Cane Creek Centre Industrial Park, located in Pittsylvania County (a portion of Tax GPIN 2347-04-1865) at a purchase price of \$35,000.00 per acre, and a two- year Right of First Refusal for the Authority's adjacent property for a non-refundable fee of \$10,000.00.*

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)

**8. COMMUNICATIONS**

Board Members wished everyone a Happy New Year, noted 2026 looked to be a good year and thanked the staff for the work they do. Mr. Guanzon reminded everyone of confidentiality and legal obligations.

Meeting adjourned at 1:26 p.m.

APPROVED:

s/ William V. Ingram  
Chairman

s/ Susan M. DeMasi  
Secretary to the Authority