

**DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY**  
**Minutes**  
**February 13, 2012**

The Regular Meeting of the Danville Pittsylvania Regional Industrial Facility Authority convened at 12:20 p.m. on the above date in the Danville Regional Airport, Conference Room, 424 Airport Drive, Danville, Virginia. Present were City of Danville Members Vice-Chairman Sherman M. Saunders and alternate Fred O. Shanks. T. David Luther was absent. Pittsylvania County Members present were Chairman Coy E. Harville, James Snead and Alternate Jessie L. Barksdale.

City/County staff members attending were: City Manager Joe King, Pittsylvania County Administrator Dan Sleeper, Danville Finance Director/Authority Treasurer Barbara Dameron, Pittsylvania County Finance Director Kim Van der Hyde, Pittsylvania County Director of Economic Development Ken Bowman, City of Danville Director of Economic Development Jeremy Stratton, Assistant County Administrator for Planning & Development Gregory Sides, City of Danville Marketing and Research Manager Corrie Teague, City of Danville Senior Accountant Patricia Conner, Clement and Wheatley Attorney Michael Guanzon, and Secretary to the Authority Susan DeMasi.

Chairman Harville called the Meeting to order.

**PUBLIC COMMENT PERIOD**

No one desired to be heard.

**APPROVAL OF JANUARY 9, 2012 MINUTES**

Upon **Motion** by Mr. Snead and **second** by Mr. Saunders, Minutes of the January 9, 2012 Meeting were approved, as presented. Draft copies had been distributed to Authority Members prior to the Meeting.

**NEW BUSINESS**

**CONSIDERATION – RESOLUTION NO. 2012-02-13-5A – APPROVING REQUEST OF AUTHORITY TREASURER – THAT AUTHORITY APPROVE ALLOCATING A PERCENTAGE OF DANVILLE SENIOR ACCOUNTANT’S SALARY, FICA AND BENEFITS TO THE AUTHORITY**

Mr. Saunders **moved** adoption of Resolution No. 2012-02-13-5A, approving a request of Barbara A. Dameron, CPA, Authority Treasurer, that the Authority approve allocating a percentage of the City of Danville Senior Accountant’s salary, FICA, and benefits to the Authority; and such allocation would be a non-cash transaction that would be allocated through the due to/due from accounts maintained each year.

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

VOTE: 3-0  
AYE: Harville, Snead, and Saunders (3)  
NAY: None (0).

**DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY**  
**Minutes**  
**February 13, 2012**

**5B. CONSIDERATION – RESOLUTION NO. 2012-02-13-5B – APPROVING THE RESCHEDULING OF THE APRIL, OCTOBER AND NOVEMBER 2012 REGULAR MEETINGS OF THE AUTHORITY**

Mr. Snead **moved** adoption of Resolution 2012-02-13-5B, approving the rescheduling of the April, October, and November 2012 regular meetings of the Authority to avoid conflicting with various holidays.

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

VOTE: 3-0  
AYE: Harville, Snead, and Saunders (3)  
NAY: None (0).

*Mr. Shanks entered the meeting at 12:27 p.m.*

**5C. CONSIDERATION - RESOLUTION NO. 2012-02-13-5C ACCEPTING A GRANT, CONSISTENT WITH THE APPLICATION SUBMITTED PURSUANT TO RESOLUTION 2011-11-21-5B FROM THE TOBACCO INDEMNIFICATION AND COMMUNITY REVITALIZATION COMMISSION.**

Mr. Saunders **moved** adoption of Resolution No. 2012-02-13-5C, accepting a grant, consistent with the application submitted pursuant to Resolution 2011-11-21-5B, from the Tobacco Indemnification and Community Revitalization Commission in the amount of \$6,208,153 for site improvement work on Lot 4 at the Authority's Berry Hill Mega Park, in Pittsylvania County, Virginia, and authorizing the Chairman or Vice Chairman of the Authority to execute and deliver, on behalf of the Authority, the Letter of Agreement between the Authority and the Commission for such grant funds, and any other necessary documents pertaining thereto.

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

VOTE: 4-0  
AYE: Harville, Snead, Saunders and Shanks (4)  
NAY: None (0).

**5D. FINANCIAL REPORT AS OF JANUARY 31, 2012 – BARBARA DAMERON, CPA, AUTHORITY TREASURER**

Barbara Dameron, Authority Treasurer gave a financial report as of January 31, 2012.

Ms. Dameron noted that for the month of January, the Authority disbursed \$116,000, the largest portion of that was \$96,000 to Haymes Bros., for the final payment on Lots 3 and 9 at Cane Creek. The Authority also realized rental income of \$20,472. Axxor is reimbursing RIFA for the utilities on the rental property at Cane Creek. Also in January, the Authority

**DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY**  
**Minutes**  
**February 13, 2012**

received \$724,000 for the EDA grant for Lots 3 and 9. Ms. Dameron noted that the financial statements now reflect the bond issues for the Mega Park.

Ms. Dameron stated that the Authority needs to renew their insurance with VML and the payment for 2013 will be due in July. The VML did stipulate that the Authority needs to renew by February 29, 2012 in order to receive a credit; the credit last year was approximately \$300. The amount of the premium is not known at this time as VML does not give that information to the Authority until they actually submit the renewal. In 2011, the Authority paid \$6,000 and for 2012, the Authority paid \$5,700, that was with a \$294 credit. Ms. Dameron noted she does have a Resolution ready if the Board would like to consider approving that renewal at this meeting.

Mr. Harville noted that he had discussed this matter with the Treasurer and that the Authority can get insured with VML, which is through the City, or through the County with VACO. Ms. Dameron has researched this and the less expensive option is with VML.

Mr. Saunders **moved** adoption of Resolution 2012-02-13D (I) Approving Renewal of the Authority's Member Agreement in Order to Continue Participation with VML Insurance Programs that cover the Authority and its Property; and (II) Authorizing and/or Ratifying the Execution of all Necessary Documents Pertaining Thereto.

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

VOTE: 4-0  
AYE: Harville, Snead, Saunders and Shanks (4)  
NAY: None (0).

Mr. Shanks **moved** adoption of the Financial Report as of January 31, 2012. The Motion was **seconded** by Mr. Snead and carried by the following vote:

VOTE: 4-0  
AYE: Harville, Snead, Saunders and Shanks (4)  
NAY: None (0).

**5E. PROCESS FOR APPROVAL OF BUILDING PLANS AND FOR CERTIFYING COMPLIANCE WITH RESTRICTIVE COVENANTS – CLEMENT & WHEATLEY, LEGAL COUNSEL**

Mr. Harville noted that the next item - Resolution 2012-02-13E Confirming that Certain Administration Staff of a Member Locality Shall have the Authority to Certify, on Behalf of the Danville-Pittsylvania Regional Industrial Facility Authority, Compliance with Restrictive Covenants covering projects and Facilities of the Authority – would be discussed by Michael Guanzon, Attorney for the Authority.

Mr. Guanzon gave a brief explanation of the purpose of this Resolution and after discussion by County Staff members, Mr. Harville asked for a Motion to table this Resolution in order

**DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY**  
**Minutes**  
**February 13, 2012**

to give the County and City Staff time to discuss this matter further with the Authority Attorney.

Mr. Snead moved to **TABLE** this matter. Mr. Saunders **seconded** the Motion and it was carried by the following vote:

VOTE: 4-0  
AYE: Harville, Snead, Saunders and Shanks (4)  
NAY: None (0).

**6A. CLOSED SESSION**

At 12:40 p.m. Mr. Harville requested a Motion to go into Closed Meeting as permitted by Section 2.2-3711(A)(5) of the Code of Virginia, 1950, as amended, for discussion concerning a prospective business or industry or the expansion of an existing business or industry where no previous announcement has been made of the business' or industry's interest in locating or expanding its facilities in the community, specifically a prospective business or industry considering the Authority's Cane Creek Centre.

Authority Attorney Michael Guanzon noted that the Board no longer needed 6B for the closed meeting, only "A". "B" did not need to be discussed.

Mr. Snead **made** a Motion to go into Closed Meeting. The Motion was **seconded** by Mr. Shanks and carried by the following vote:

VOTE: 4-0  
AYE: Harville, Snead, Saunders and Shanks (4)  
NAY: None (0).

Mr. Harville noted that upon Motion by Mr. Saunders and second by Mr. Snead, by unanimous vote at 1:30 p.m., the Authority returned to open meeting.

Mr. Shanks **moved** adoption of the following Resolution:

WHEREAS, the Authority convened in Closed Meeting on this date pursuant to an affirmative recorded vote and in accordance with the provisions of the Freedom of Information Act; and

WHEREAS, Section 2.2-3711 of the Code of Virginia, 1950, as amended, requires a Certification by the Authority that such Closed Meeting was conducted in conformity with Virginia Law;

NOW, THEREFORE, BE IT RESOLVED that the Authority hereby certifies that, to the best of each Member's knowledge, (i) only public business matters lawfully exempted by the open 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

**DANVILLE-PITTSYLVANIA REGIONAL INDUSTRIAL FACILITY AUTHORITY**  
**Minutes**  
**February 13, 2012**

in the Motion convening the Closed Meeting were heard, discussed, or considered by the Authority.

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

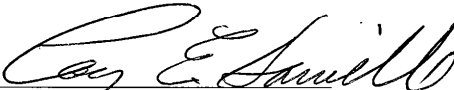
VOTE: 4-0  
AYE: Harville, Snead, Saunders and Shanks (4)  
NAY: None (0).


**COMMUNICATIONS**

Mr. Sleeper reported on a County RFP item which is ongoing.

Mr. Snead moved to adjourn, the Motion was seconded by Mr. Saunders and carried unanimously.

MEETING ADJOURNED AT 1:03 P.M.

  
\_\_\_\_\_  
Chairman

  
\_\_\_\_\_  
Secretary to the Authority