



## MINUTES

Board of Directors Meeting  
Development Authority Conference Room  
September 12, 2018 at 9:30 a.m.

PRESENT:      Nan Stevens, President                      Dan Dulyea  
                  Helen Harris, Vice President                     Montie Hicks  
                  Jim Welton, Treasurer                                 George Karos  
                  Tony Lewis, Secretary                                P.J. Orsini  
                  Jim Barnes     Jim Seibert  
                  Bob Butler     Kevin Starliper  
                  Steve Cox    Hunter Wilson

ABSENT: Amanda Giangola, and Megan Michael

OTHERS PRESENT: Sandy Hamilton, Executive Director; Lori Taylor, Business Programs Manager; Tara Price, Administrative Services Coordinator; and Ken Barton, Steptoe & Johnson

- I.      Call to order— President Stevens called the meeting to order at 9:30 a.m. in the Authority Board Room, Martinsburg, WV.
- II.     Determination of Members Present and Existence of a Quorum—President Stevens reported that a quorum was present.
- III.    Proof and Filing by Secretary of Notice of Meeting—Secretary Lewis confirmed the meeting agenda was posted to the public September 7, 2018.
- IV.    Reading and Disposal of Prior Unapproved Minutes of the Board and Executive Committee—The Board reviewed the minutes of the last Board Meeting on August 8, 2018.  
*Mayor Karos made a motion to approve the minutes as presented; seconded by Mr. Wilson. Motion carried.*
- V.     Executive Session —President Stevens changed the order of the meeting and entertained a motion to go into Executive Session.  
*Mr. Wilson made a motion to go into Executive Session; seconded by Mr. Cox. All Staff, except Ms. Hamilton, were excused at this time. The Board entered Executive Session at 9:31 a.m. and adjourned at 9:51 a.m. Staff returned to the meeting.*

Motion made in open session:

*Motion made by Mr. Seibert to approve the change order presented in Executive Session; seconded by Mr. Cox. Motion carried.*

VI. Finance/Audit Committee Reports—Audit Recommendation—

A. Financial Policies Draft—Mr. Welton and the Finance/Audit Committee reviewed the suggested updates to the draft of the Financial Policies Changes were made and sent to the Board prior to this meeting.

*Question raised to amend the usage of ‘Capital Expense’; ‘Capital Projects’; and ‘Property Manager’, including length of contract for the Property Management Services in the draft be more clearly defined. Mr. Welton made a recommendation for the Board to adopt the Financials Policies draft pending amendments to the definitions listed above; Mr. Barnes seconded the motion. Motion approved with amendments pending.*

B. Financials—Mr. Welton reported that the July Financials were emailed to the Board earlier and presented here today at the Board Meeting. The August Financials will be emailed to the Board as soon as they are received.

*Motion made by Mr. Cox to approve the July Financials as presented; seconded by Mr. Butler. Motion approved.*

VII. Public Comments. The were no guests attending today’s Board Meeting.

VIII. Request for Proposals (RFP)

*Mr. Welton and the Finance/Audit Committee opened the submitted bids for the RFP for 300 and 400 Foxcroft Avenue property on September 5, 2018 and will be opening the bids for the second RFP on the Mountain State Acquisition (MSA) property today. President Stevens, Mr. Hicks, and Mr. Starliper recused themselves at 10:11 a.m. and Vice President Harris took over the meeting.*

*Mr. Welton announced that the bid for the 300 and 400 Foxcroft Avenue property was recommended by the Committee to be awarded to Jefferson Security Bank for \$4,250,000. Ms. Harris brought a recommendation to award the bid to Jefferson Security Bank; seconded by Mr. Wilson. Motion carried.*

*Mr. Welton and Mr. Cox of the Finance/Audit Committee left the meeting at 10:15 a.m. to open and review the submitted bids for the RFP on the MSA property.*

*President Stevens returned at 10:15 a.m. and resumed taking over the meeting. Mr. Hicks and Mr. Starliper also returned to the meeting.*

VIII. Report of the President—President Stevens reported contacting a few Board Members to serve on an Ad-Hoc Committee for Funding Requests and is awaiting their responses. A Letter of Response (LOR) was distributed to the Board from the West Virginia Attorney Generals Office in response to an inquiry on if the Development Authority has authorization to make matching contributions to educational institutions and provide funding for various recreational activities within Berkeley County.

IX. Report of Chairperson of Standing Committees—

A. Executive Committee - President Stevens reported no Executive Committee Meeting was held since the last Board Meeting.

B. Business Development Committee –Mr. Orsini reported the committee met last month. Images of the progress of Station Square were presented to the Board.

C. Marketing Committee – Mr. Starliper reported the committee met last month and

discussed the following:

- 1) Fall Reception— at the Purple Iris, from 4-6 p.m. on Thursday, September 27, 2018.
- 2) Signage- looking into opportunities for signage in the Northern Virginia area to market to site brokers and businesses looking to expand.
- 3) Newsletter—to be launched beginning of October; will begin marketing for subscribers through social media and website.

There is no meeting scheduled in September; the next Marketing Committee will be held on October 24, 2018.

- D. Government Affairs & Infrastructure Committee – No meeting is scheduled for September and no updates.
- E. Human Resources Committee – In Ms. Michaels absence, Ms. Stevens had no report from the committee.
- F. By-Laws Committee – Mr. Lewis reported that the committee will meet in the next 2-3 weeks.

XI. Unfinished Business. No unfinished business reported at the time of this meeting.

XII. New Business. No new business reported at the time of this meeting.

XIII. Report of Staff

- (a) Executive Director—Ms. Hamilton reviewed her distributed monthly report. There were no questions at this time.
- (b) Business Programs Manager—Ms. Taylor reviewed her distributed monthly report. There were no questions at this time.
- (c) Administrative Services Coordinator—Ms. Price reviewed her distributed monthly report. There were no questions at this time.

*Mr. Welton and Mr. Cox returned to the meeting at 10:45 a.m. Mr. Welton announced that the bid for the MSA property was recommended by the Committee to be awarded to United Bank. Mr. Seibert brought a motion for the recommendation to be approved; seconded by Mr. Wilson. Motion carried.*

XIV. Member Informational Reports and Announcements—

Mr. Orsini—announced the Chili Cookoff downtown on Saturday, September 29, 2018.

Mr. Starliper—announced the Chamber Mixer on October 12, 2018, will be at CNB.

Mr. Barnes— announced congratulations to the Mayor Karos and City of Martinsburg on the appointment of its new Executive Director.

XV. Adjournment. There being no further business, the meeting was adjourned at 10:50 a.m.

Respectfully submitted,

Anthony Lewis  
Secretary

Nanette Stevens,  
President