



MINUTES

Board of Directors Meeting
Development Authority Conference Room
and via Zoom Meeting
November 18, 2020, at 9:30 a.m.

Helen Harris, President
Abe Ashton, Vice President
Tony Lewis, Secretary
Dan Dulyea
Bob Butler

Brad Close
Steve O'Brien
Amy Orndorff
P.J. Orsini
Brandon Smith

ABSENT: Carey Gano, Montie Hicks, George Karos, and Hunter Wilson

OTHER ATTENDEES: Ken Barton, Legal Counsel, Steptoe & Johnson; Mike Bush, Property Management, Real Property Solutions; Sandy Hamilton, Executive Director; Tara Price, Administrative Services Coordinator; and Jennifer Smith, Economic Development Coordinator

- I. Call to order—President Harris called the meeting to order at 9:32 a.m.
- II. Determination of Members Present and the Existence of a Quorum—President Harris reported that a quorum was present.
- III. Proof and Filing by Secretary the Notice of Meeting— Secretary Lewis confirmed the meeting agenda was posted to the public on Thursday, November 12, 2020.
- IV. Reading and Disposal of Prior Month's Minutes of the Board –The Board reviewed the minutes of the last Board Meeting on October 14, 2020. No corrections to the minutes were requested.
- V. Public Comments— There were no other guests attending today's meeting.
- VI. Report of the President —President Harris reported on the Strategic Planning Session with the Board held in October and the summary sent from the facilitator is included in the Board packets. President Harris asked all members to review the information to discuss it at the December 9th meeting for about 15 minutes.

VII. Financial/Audit Committee Report—Mr. Close reviewed the Financial Statements distributed to the Board in the Board packets for September and October 2020 for Financial/Audit Committee Report.

Mr. Smith made a motion to approve the October Financial Report, subject to audit. Seconded by Mr. Butler. Motion approved.

VIII. Letter of Intent to Purchase Property—

Ms. Hamilton requested this agenda item be deferred to discussion in Executive Session. Board agreed.

IX. Request for Qualifications—

Ms. Hamilton requested this agenda item be deferred to discussion in Executive Session. Board agreed.

X. Report of Chairperson of Standing Committees—

A. Executive Committee—President Harris reported the committee will meet to discuss job descriptions, roles, and salaries at the next meeting, scheduled for December 15th at 11:00 a.m.

B. Business Development Committee—Chairmen Orsini reported a meeting is scheduled for next Tuesday to discuss updates with Thrasher. Additional committee items to be deferred to Executive Session.

C. Marketing Committee—Chairman Smith reported the committee met and Social Connection has been selected and contracted for the video marketing project. Staff will coordinate the project with them and begin the outline and scope of work.

D. Government Affairs and Infrastructure Committee—Chairman Lewis reported the committee will continue to meet with the work group on broadband needs and configure next steps.

E. Property Management Committee—Mr. Bush reviewed the property management report in Chairman Wilson's absence. Ms. Hamilton reported the committee reviewed service work needed to repair the HVAC issue on the first-floor tenant in 300 Foxcroft.

Mr. O'Brien made a motion to approve the HVAC service work with the Veteran's Administration tenant in 300 Foxcroft Avenue building, first floor, not to exceed \$25,000. Mr. Lewis seconded the motion. Motion approved.

XI. Report of Staff

a. Executive Director—Ms. Hamilton reviewed her monthly report with the Board. She highlighted the status of new and active projects. There were no questions.

b. Economic Development Coordinator—Ms. Smith reviewed her monthly report. There were no questions.

c. Administrative Services Coordinator—Ms. Price reviewed her monthly

report. There were no questions.

XII. New Business—There was no new business addressed at the meeting.

XIII. Other Business—

A. Approval of Industrial Access Road Application.

Ms. Hamilton reported this item was already approved by the board and council with no new updates.

There was no other business to discuss at today's meeting.

XIV. Executive Session—President Harris entertained a motion to enter Executive Session to discuss real estate and personnel matters.

Mr. Close made a motion to go into Executive Session at 9:56 a.m. to discuss real estate matter. Actions are expected to be taken. Mr. O'Brien seconded the motion. Mr. O'Brien recused himself briefly before returning during Executive Session. The Board returned to open session at 10:31 a.m.

A. *Mr. Orsini made the following motion out of Executive Session:*

"I move that the BCDA accepts the Assignment of that certain Letter of Intent for Project Westside for the purchase of a parcel of acreage.

I further move that the BCDA enter into an agreement for the purchase of this property under the terms and conditions set forth in the Letter of Intent and any other terms and conditions deemed necessary and advisable to President Harris in consultation with counsel, the BCDA Executive Director and the Business Development Committee.

I further move that President Harris be authorized to sign any and all assignments, letters of intent, contracts, purchase and sale agreements or other documents as she deems necessary to complete the contract for the purchase of this property."

The motion was seconded by Mr. Ashton. Motion carried.

B. *Mr. O'Brien made a motion to update the contract of engineering services for the Harold Drive project to include shared expenses with Region 9 as noted in the Change of Agreement (COA) from October 27, 2020. Seconded by Mr. Lewis. Motion approved.*

C. *Mr. O'Brien made a motion to request a Request for Qualifications (RFQ) for IT technical and engineering services to assist in the creation of a Master Plan for bringing fiber/broadband to Berkeley County. The RFQ will include a Scope of Work (SOW) of land acquisition, easements, and requirements needed for this project. Seconded by Mr. Close. Motion carried.*

- XV. Member Informational Reports and Announcements—
(a) Mr. Orsini announced the Main Street Martinsburg event on the square Friday.
- XVI. Adjournment—There being no further business, the meeting was adjourned at 11:08 a.m.

Respectfully submitted,



Anthony Lewis
Secretary



Helen Harris
President