

MINUTES

Board of Directors Meeting Development Authority Conference Room April 10, 2019 at 9:30 a.m.

PRESENT: Nan Stevens, President Amanda Giangola

Helen Harris, Vice President

Tony Lewis, Secretary

Jim Welton. Treasurer

Jim Seibert

Bob Butler

Steve Cox

Montie Hicks

George Karos

P.J. Orsini

Jim Seibert

Kevin Starliper

Hunter Wilson

Dan Dulyea

ABSENT: Megan Michael

OTHERS PRESENT: Ken Barton, Steptoe & Johnson, Legal Counsel; Sandy Hamilton, Executive Director; and Tara Price, Administrative Services Coordinator. GUESTS: Breanna Francis, The Journal; and Chris Strovel, Senator Capito's office.

- I. <u>Call to order</u>—President Stevens called the meeting to order at 9:33 a.m. in the Authority Board Room, Martinsburg, WV.
- II. <u>Determination of Members Present and Existence of a Quorum</u>— President Stevens reported that a quorum was present.
- III. <u>Proof and Filing by Secretary of Notice of Meeting</u>— Secretary Lewis confirmed the meeting agenda was posted to the public Friday, April 5, 2019.
- 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

 March 13, 2019.

Mr. Cox made a motion to approve the minutes. Seconded by Mr. Wilson. Motion carried.

V. <u>Finance/Audit Committee Reports</u>—Mr. Welton reported the Finance/Audit Committee met on March 27, 2019 and following Agenda items were discussed and recommendations to the Board were made:

- A. Approval of financing of \$1,950,000 with United Bank for the real estate purchase.
 - Motion made by Mr. Welton to approve the award for financing services to United Bank; seconded by Mr. Cox. Motion carried.
- B. Approval of RFP Publication for Banking Services Motion made by Mr. Barnes to approve the publication of the RFP for Banking Services; seconded by Mr. Seibert. Motion carried.
- C. Approval of RFP Publication for Accounting Services Motion made by Mr. Barnes to approve the publication of the RFP for Accounting Services; seconded by Ms. Harris. Motion carried.
- D. Approval of FY2019-2020 Budget —Mr. Welton reviewed the draft of next year's budget presented in the read ahead documents and with a modification of the amount in the Expense column under Capital Projects of \$250,000 be changed to \$288,000 to reflect the upcoming land purchase and that amount to be added to the Other Income-Land Sales, changing the total to \$597,350.

 Motion made by Mr. Seibert to approve the FY2019-2020 Budget with the modifications presented; seconded by Mr. Hicks. Motion carried.
- E. Approval of Property Management Budget Mr. Welton reviewed the Property Management budget.

 Motion made by Mr. Hicks to approve the property management budget;
 - seconded by Mr. Cox. Motion carried.
- F. Approval to apply for WVEDA loan Motion made by Mr. Welton to approve moving forward in the application for the WVEDA loan; seconded by Mr. Karos. Motion carried.
- G. Financial Statements for February 2019—Mr. Welton reviewed the Financial Statements distributed to the Board.

 Motion made by Mr. Welton to approve the financial statements, subject to audit; seconded by Mr. Seibert. Motion carried.
 - Mr. Welton concluded his report clarifying that grant funding that was discussed in previous Board Meetings was not included in the draft of next year's budget.
- VI. <u>Public Comments</u>—President Stevens welcomed guests from the public and asked them to introduce themselves. Chris Strovel, Senator Capito's office and Breanna Francis, The Journal were in attendance at today's meeting.
- VII. Report of President —President Stevens reported that a Nominating Ad-Hoc Committee has been appointed and consists of the following board members: Mr. Hicks, Mr. Starliper, and Mr. Wilson.
- VIII. Report of Chairperson of Standing Committees—
 - A. <u>Executive Committee</u>— President Stevens reported the Executive Committee had not met since the last Board Meeting.

Approval of RFP for Legal Services—

A motion was made by Mr. Barnes for the approval of the RFP publication for Legal Services; seconded by Mr. Karos. Motion carried.

- B. <u>Business Development Committee</u> –Mr. Orsini met in a joint committee meeting with Government Affairs and Infrastructure on April 8, 2019. The committee brought forth the following recommendations.
 - 1. Approval of Real Estate of Closing—
 Mr. Orsini made a motion to approve the closing on the real estate
 property tentatively planned for later in April; seconded by Mr. Welton.
 Motion carried.
 - 2. Approval of First Right of Refusal—

 Ms. Giangola moved to approve the first right of refusal of the real estate property; seconded by Mr. Cox. Motion carried.
 - 3. Approval of Letter of Intent—
 Mr. Dulyea made a motion to approve the letter of intent for real estate property at the Willis site; seconded by Mr. Wilson. Motion carried.
 - 4. Approval of Addendum to Easement—
 Mr. Wilson moved to approve the addendum to the easement for the gas
 line up to 200 ft. on the Willis property; seconded by Mr. Cox. Motion
 carried.
- C. <u>Marketing Committee</u> Mr. Starliper reported the committee met in March to discuss Marketing budget recommendations and plans for events in the coming months.
- D. <u>Government Affairs and Infrastructure Committee</u> Mr. Lewis reported the committee had a joint meeting with the Business Development Committee and deferred to discussing this in Other Business.
- E. <u>Property Management Committee</u> Mr. Wilson reported bids have come in for landscaping and parking lot needs and the committee is prioritizing project needs.

Approval of RFP Publication for Property Management Services— Mr. Wilson made a motion to submit a public notice for RFP for Property Management Services; Seconded by Mr. Dulyea. Motion carried.

IX. Report of Ad-Hoc Committees—

A. <u>Funding Ad Hoc Committee</u> –Ms. Harris reported the committee will meet later this month.

X. Executive Session—

Mr. Orsini made a motion to go into Executive Session; seconded by Mr. Wilson. Action may be taken. Entered into Executive Session at 10:13 a.m. The board returned to open session at 10:22 a.m. No actions taken.

- XI. <u>Unfinished Business</u>—No unfinished business reported at the meeting.
- XII. New Business—No new business presented at the meeting.

XIII. Other Business—

- A. Harold Drive- Mr. Lewis recapped the Joint Committee Meeting of the Government Affairs and Infrastructure and Business Development Committees. Included guests were Bill Clark, Executive Director, Region 9 and Rachel Snavely, Grant Administrator, Berkeley County Council.
 - A motion was made by Mr. Lewis to support Region 9 Planning Development Council in their pursuit of an EDA grant for the preliminary feasibility study of Harold Drive; and for the Development Authority to pledge no more than \$150,000 toward the project as a matching grant. And further, to collaborate with the WV Department of Transportation-Division of Highways in the future on a BUILD grant proposal. Motion seconded by Ms. Giangola. Mr. Cox abstained. Motion carried.
- B. Stormwater Management–Mr. Lewis recapped the discussion from the joint committee meeting. A 42' culvert will be needed to divert storm run-off through Development Authority property. The Authority would be able to seek funding from the WV Development Office to assist with the overall cost of the project as an infrastructure upgrade.
 - Mr. Lewis made a motion to grant an easement, if needed, to the Tabler Station Business Park property and for the Development Authority to contribute up to \$250,000 toward the cost. Seconded by Mr. Cox. Motion carried.

XIV. Report of Staff

- a. Executive Director—Ms. Hamilton reviewed her distributed monthly report. There were no questions at this time.
- b. Administrative Services Coordinator—Ms. Price reviewed her distributed monthly report. There were no questions at this time.
- XV. <u>Member Informational Reports and Announcements</u>—No member announcements were made during the meeting.
- XVI. <u>Adjournment</u>—There being no further business, the meeting was adjourned at 10:54 a.m.

Respectfully submitted,

Anthony Lewis Secretary Nanette Stevens President