



MINUTES

Board of Directors Meeting
Development Authority Conference Room
August 8, 2018 at 9:30 a.m.

PRESENT: Nan Stevens, President Dan Dulyea
 Helen Harris, Vice President Amanda Giangola
 Jim Welton, Treasurer George Karos
 Tony Lewis, Secretary Megan Michael
 Jim Barnes Jim Seibert
 Bob Butler Hunter Wilson
 Steve Cox

ABSENT: Montie Hicks, P.J. Orsini, and Kevin Starliper

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

- 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 on August 3, 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 July 18, 2018.
Mr. Seibert made a motion to approve the minutes as presented; seconded by Mr. Wilson. Motion carried.
- V. Finance/Audit Committee Reports—Audit Recommendation—
 - A. Financials—Mr. Welton reminded Board that the June Financials were available to present and were approved at the July meeting. Since the Finance/Audit committee met the Request for Proposals went out on August 1st and August 10th. He and Ms. Price will meet to edit the Financial Policy after soliciting board recommendations. Ms. Price will email the Board the draft for their review and suggested edits by no

later than Wednesday, August 15, 2018. After committee review and approval, the draft will be recommended to be approved and adopted at the September Board Meeting.

- VI. Public Comments. Ms. Stevens welcomed Matthew Umstead, from the Herald Mail, attending today's meeting.
- VII. Report of the President—President Stevens had no report at the time of this Board Meeting.
- 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 – In the absence of Mr. Orsini, Chair of the committee, President Stevens entertained a motion to go into Executive Session to discuss real estate matters. A motion was made by Ms. Michael to go into executive session to discuss real estate matters, with possible action to be taken. Mr. Cox seconded the motion. Motion passed.
- X. Executive Session —
All guests and staff, except Ms. Hamilton, were excused at this time. The board entered Executive Session at 9:37 a.m. and adjourned at 10:02 a.m.

Motion made in open session:

Mr. Karos made a motion to contract the services of Gordon Associates for a survey, with a designated cap, for due diligence on a parcel of land of interest, seconded by Ms. Harris. Motion carried.

- C. Marketing Committee – In Chairman Starliper's absence, Ms. Hamilton reported the Committee met on July 25, 2018, and discussed the following:
- 1) Signage- receiving estimates on billboard and property signage.
 - 2) Fall Event – save the date and invitations will be sent out for the event scheduled for September 27 at the Purple Iris.
 - 3) Newsletter – Ms. Price presented a draft of the newsletter and reviewed the features in each issue. She requested any Board members with suggestions to forward them to Mr. Starliper, Ms. Hamilton or herself.
- The next Marketing Committee meeting is scheduled for August 22, 2018, at 9:30 a.m. in the Board Conference Room.
- D. Government Affairs & Infrastructure Committee - Mr. Wilson reported that a committee meeting took place on August 3, 2018 to continue discussions on fiber connectivity.
- E. Human Resources Committee – Ms. Michaels reported the committee met prior to today's Board meeting and the focus of the discussion was the evaluation of the Executive Director.
- F. By-Laws Committee – Mr. Lewis reported that By-Laws Committee met and will have a draft to send to the Board for review and feedback.

- 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. A letter was drafted and hand-delivered in person to the tenants of 300 and 400 Foxcroft Avenue, accompanied by the property manager, confirming his role in continuing to maintain the building management needs.
- Ms. Hamilton also reported on two projects of note:
1. *Project Boomerang* —removed from active status but may come back.
 2. *Project Panther*—new project added.
- An inquiry was raised from President Stevens on WESTPEP. Ms. Hamilton discussed WESTPEP's collaboration of the four counties of Berkeley, Jefferson, Morgan and Hampshire, to provide information, resources, and increased funding opportunities for the greater Eastern Panhandle. Its' marketing outreach is the greater Baltimore-Washington area.
- (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.
- XIV. Member Informational Reports and Announcements—No member announcements reported at this time
- XV. Adjournment. There being no further business, the meeting was adjourned at 10:51 a.m.

Respectfully submitted,

Anthony Lewis
Secretary

Nanette Stevens,
President