



MINUTES

Board of Directors Meeting
**Development Authority Conference Room
and via Zoom Meeting**

October 13, 2021, at 9:30 a.m.

Helen Harris, President	Dan Dulyea
Abe Ashton, Vice President	Hunter Wilson
Tony Lewis, Secretary – Left at 10:24 a.m.	Amy Orndoff
Kevin Knowles	P.J. Orsini
Brad Close	Brandon Smith

ABSENT: Carey Gano, Doug Copenhaver, Doug Long, Montie Hicks, Steve O’Brien

OTHER ATTENDEES: Patrick Darlington, Associate Executive Director, Sandy Hamilton, Executive Director; Jennifer Smith, Economic Development Coordinator

GUESTS: Jim Linsenmeyer, WV Development Office; Mike Bush, Property Management, First Management Group; Ken Barton, Legal Counsel, Steptoe & Johnson; Chris Strovel, Senator Capito’s Office; Emily Keefer-Catlett, Martinsburg Journal; Keith McIntosh, Office of Joe Manchin

- I. Call to Order - President Harris called the meeting to order at 9:35 a.m.
- II. Determination of Members Present and Existence of a Quorum - President Harris 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 Thursday, October 7, 2021
- IV. Reading and Disposal of Prior Month Meeting Minutes - The Board reviewed the minutes of the last Board Meeting of September 8, 2021. No corrections to the minutes were requested.
- V. Public Comments - President Harris welcomed the guests to the meeting and invited them to introduce themselves.

- VI. President's Report – Present Harris mentioned the Executive Committee met and deferred her report to the Executive Committee report.
- VII. Finance/ Audit Committee Report- Budget and Reserve Recommendations- In the absence of Montie Hicks, Brad Close reviewed the financial report through the end of August.

Mr. Wilson made a motion to approve the Financial Report as presented, subject to audit. Seconded by Mr. Knowles. Motion approved.

The current 2021-2022 Budget worksheet and 4-year plan was emailed and handed out. Foxcroft debt service was discussed to include both principal and interest that equal \$320,000/year. A 3-to-5-year plan of payroll expenses was added to the budget. Large expenditures already committed to were also mentioned and explained by Ms. Hamilton.

- Cumbo - \$150,000 – sold 17.4 acres and the BCDA contributed to bring utilities from Caperton Blvd. with the understanding that it would bring utilities to the remaining acres
- Harold Drive Extension – match for Federal EDA Grant for engineering.
- TSBP –\$250,000 - Storm water management

Mr. Close mentioned to date \$100,000 has been accounted for HVAC. Hunter mentioned it will be completed by the end of this month.

Mr. Knowles made a motion to approve the 2021-2022 Budget as presented. Seconded by Mr. Dulyea. Motion approved.

Mr. Close wanted to note that even though Mr. Hicks is absent, his work is not absent but much appreciated. He continued to discuss the 4-year reserve recommendation. Mentioned it cost \$1 million a year to operate the BCDA. Need \$945,000 to balance budget each year. Mr. Close recommended on behalf of the Finance Committee to have a reserve of \$4 million in case of real estate market issues and the need for a match for grants. The Finance Committee asked to have a joint meeting with the Business Development Committee to have a shared recommendation to the Board as a whole. PJ will work on dates to have a joint meeting.

Sandy mentioned that the BCDA has received an extensive audit for FY2020 and as soon as the State Auditors office signs off, it will be sent out to all Board members.

Mr. Close recommend that a vote not be taken to accept the proposed 4-year budget until a full strategic outlook for the next 4 years is made after the joint meeting.

- VIII. Reports of Chairpersons of Standing Committees
- A. Executive- Board of Directors Confidentiality Agreement – Chairman Harris reported the committee met September 29, 2021 to review last 3 months. A Confidentiality Agreement was passed around for everyone to sign. Will be conducting a review of the Executive Director. President Harris discussed staffing and mentioned Leslie Gantt was interviewed and hired. Ms. Gantt will start on October 19, 2021.
- B. Business Development- Project North Side (Action Required) – Chairman Orsini deferred to Executive Session.
- C. Marketing – Chairman Smith has nothing to report.
- D. Government Affairs and Infrastructure – Chairman Lewis discussed three recent meetings with Thompson and Litton, Thrasher, and Design Nine to discuss broadband and fiber in response to the RFQ for Fiber Optics Infrastructure Master Plan. On behalf of the Government Affairs and Infrastructure Committee, the recommendation was made to move forward with Design Nine. Design Nine is already working with the county.
- Mr. Lewis made a motion on behalf of the Government Affairs and Infrastructure Committee to move forward with Design Nine as a result of the RFQ for Fiber Optics Infrastructure Master Plan. Seconded by Mr. Wilson. Motion approved.*
- E. Property Management – Chairman Wilson discussed the property management report. Will hold meeting to discuss budget items for new fiscal year.
- VIII. Report of Chairperson of Ad-Hoc Bylaws Committee – Chairman Lewis mentioned there is a meeting next week to meet with County Council to discuss By-Laws and will update next meeting.
- X. Report of Chairperson of Ad-Hoc Strategic Plan Committee – Chairman Orndoff mentioned the questions were finalized for the survey. Working with Sandy to get information out.
- XI. Report of Staff
- a. Executive Director – Ms. Hamilton mentioned meeting with Senator Capito and Senator Manchin. Ms. Hamilton reviewed her monthly report. No questions were asked.
- b. Associate Executive Director - Mr. Darlington reviewed his monthly report. There were no questions.
- c. Economic Development Coordinator - Ms. Smith reviewed her monthly report. There were no questions.

- XII. New Business – No new business mentioned.
- XIII. Other Business
 - a. Grant Application Approval/ Willis Site & Mountaineer Resource Recovery Center – Defer action until after Executive Session. Ms. Hamilton mentioned “Resource” should be omitted from title.
 - b. Application for Industrial Access Road Funds for Project Razor – Ms. Hamilton mentioned Industrial Access Road Funds were approved for Clorox in the past. She would like to request funds for Industrial Access Roads in Spring Mills area. Warehousing planned in that area. Working to make sure it would benefit the fire department and school. There is a maximum of \$400,000 for each county but it is not retroactive.

Mr. Wilson made a motion to allow Ms. Hamilton to go before the County Council with the Application for Industrial Access Road Funds for Project Razor. Seconded by Mr. Close. Motion approved.

- c. Amended Minutes of July 14, 2021 – Ms. Hamilton stated that the minutes did not reflect the correct motion on July 14, 2021 in regards to Project Bluebird. The PILOT was left out of the minutes. Mr. Orsini confirmed in his notes that the PILOT was part of the motion but was not indicated in the minutes. The County Council has approved the PILOT as well.

Mr. Knowles made a motion to amend the minutes of July 14, 2021 to accurately reflect the motion made by P.J. Orsini to include the PILOT. Seconded by Mr. Wilson. Motion approved.

- XIV. Executive Session - President Harris entertained a motion to enter into Executive Session to discuss real estate matters.

Mr. Ashton made a motion to go into Executive Session at 10:16 a.m. to discuss real estate matters. Action may be taken. Mr. Wilson seconded the motion. Motion approved. The Board returned to open session at 10:40 a.m.

Mr. Orsini made a motion to terminate the LOI on Project North Side. Ms. Orndorff seconded the motion. Motion approved.

- XV. Member Informational Reports and Announcements - numerous community events and announcements were communicated.

- XVI. Adjournment - There being no further business, the meeting was adjourned at 10:43 a.m.

Respectfully submitted,

Anthony Lewis
Secretary

Helen Harris
President