



MINUTES

Board of Directors Meeting
Development Authority Conference Room
and via Zoom Meeting
December 8, 2021, at 9:30 a.m.

Helen Harris, President
Abe Ashton, Vice President
Tony Lewis, Secretary
Montie Hicks, Treasurer
Kevin Knowles
Steve O'Brien-entered at 9:39 a.m.

Dan Dulyea
Amy Orndoff
P.J. Orsini
Hunter Wilson
Doug Long-entered at 10:45 a.m.

ABSENT: Carey Gano, Brandon Smith, Doug Copenhaver, Brad Close
OTHER ATTENDEES: Sandy Hamilton, Executive Director; Jennifer Smith, Economic Development Coordinator; Leslie Gantt, Office Administrator
GUESTS: Mike Bush, Property Management, First Management Group; Ken Barton, Legal Counsel, Steptoe & Johnson; Chris Strovel, Office of Senator Shelley Moore Capito.

- I. Call to Order - President Harris called the meeting to order at 9:33 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 – President Harris confirmed the meeting agenda was posted to the public on Friday, December 3, 2021.
- IV. Reading and Disposal of Prior Month Meeting Minutes - The Board reviewed the minutes of the last Board Meeting of November 10, 2021. No corrections to the minutes were requested and the minutes were accepted.
- V. Public Comments - President Harris welcomed the guests to the meeting and

invited them to introduce themselves.

- VI. President's Report – President Harris deferred to Executive Session.
- VII. Finance/ Audit Committee Report-Chairman Hicks reviewed the financial report through the end of October.

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

- 1. Loan Options (Action Required)-Chairman Hicks recommended that BCDA request a 90 day extension on the BCT Bank loan for Project Westside with a current maturity date of January 7, 2022.

Mr. Wilson made the motion for BCDA to request a 90 day extension upon approval from the WV Investment Board on the BCT Bank loan for Project Westside with a current maturity date of January 7, 2022. The extension request is to be under the current terms and interest rate. Seconded by Mr. Duylea. Motion approved.

Mr. Barton stated that there was a land sale for \$339,000 that will be recorded and show as an increase for the month of November.

VIII. Reports of Chairpersons of Standing Committees

- A. Executive-President Harris deferred to executive session.
- B. Business Development-Property Letter of Intent (Action Required)- Chairman Orsini deferred to Executive Session.
- C. Marketing –Ms. Orndoff stated that no meeting was held. She will look into the status of the marketing video.
- D. Government Affairs and Infrastructure
 - 1. Traffic Impact Study Recommendation (Action Required)- Chairman Lewis reported that two bids were received for the proposed Traffic Impact Study. CEC's bid is \$4,800 for a 1 day study and the other contractors bid is \$17,000. CEC communicated with Ms. Hamilton that they would be able to perform the study on December 16, 2021. The Government Affairs and Infrastructure Committee made the recommendation is to utilize CEC for the Traffic Impact Study.

Mayor Knowles made a motion to utilize CEC for the Traffic Impact Study. Seconded by Mr. Hicks. Motion approved.

- E. Property Management – Chairman Wilson discussed the property management report and deferred two real estate items to Executive Session.

- IX. Report of Chairperson of Ad-Hoc Bylaws Committee –Chairman Lewis went over the final version of the Berkeley County Development Authority by-laws. The term limits are set for four (4) consecutive three (3) year terms at the end of the fourth term the board member must set out for a full three (3) year term before being reappointed for one (1) more three (3) year term, which will be retroactive to the board members current appointment state. Officers have a three (3) year term limit.

- X. Report of Chairperson of Ad-Hoc Strategic Plan Committee – Chairman Orndoff reported that there were a few small tweaks being made to the survey and they are meeting during the second week of January to go over the survey.

- XI. Report of Staff
 - a. Executive Director – Ms. Hamilton reviewed her monthly report and thanked everyone who reached out to her while she was out of the office. She expressed her excitement over the new Project Pinecone and thanked Jennifer Smith for hosting the client on the Saturday after Thanksgiving. This company will employ 75 employees to start and add up to 150 within the first year. The average starting salary will be \$75,000 with benefits. BCDA closed on Lot 12 last month. BCDA has at least four new projects that are in the site selection and due diligence phase. BCDA has been hosting the Business Education Partnership meetings in our conference room and will continue to host their meetings. She thanked Mayor Knowles for giving her the honor to attend the City Counsel Meeting when Monument Companies was there explaining the project in downtown Martinsburg.

 - b. Associate Executive Director – Nothing to report.

 - c. Economic Development Coordinator - Ms. Smith reviewed her monthly report. The celebration of Berkeley County's 250th Anniversary in 2022 will kick off on December 31st. Berkeley County's birthday is on May 15th. James Rumsey Technical Institute is holding an open house on December 13th from 2:30 p.m. to 6:30 p.m. for their new Company Lab.

- XII. New Business – Berkeley County 250th Commemoration Sponsorship (Action Required) – The Board agreed on the Thomas Bryan Martin Sponsorship at \$10,000.

Mr. Hicks made a motion for the Thomas Bryan Martin sponsorship to sponsor \$10, 000 for the Berkeley County 250th Commemoration events. Seconded by Ms. Orndoff. Motion approved.

- XIII. Other Business –No other business was discussed.

- XIV. Executive Session – *Mr. Wilson made a motion to go into Executive Session at 10:11 a.m. to confer with council on real estate and personnel matters. Mr. Lewis seconded the motion. Motion on real estate and personnel matters approved. The Board returned to open session at 10:46 a.m.*

(a.) Discuss personnel matters (if necessary)

Mr. Hicks made a motion that in exchange for Patrick Darlington’s immediate resignation as Associate Executive Director of the Berkeley County Development Authority that the BCDA continue to pay his salary and make continued contributions to his health care insurance until February 28, 2022. If Mr. Darlington declines to resign, then Mr. Hicks moves that he be immediately terminated as Associate Executive Director of the BCDA and that his salary and benefits terminate as of January 31, 2022. Mr. Hicks further moved that Helen L. Harris, President, be authorized to sign any and all documents determined by her to be necessary and desirable to accomplish the objectives of this Motion. Mr. Wilson seconded the motion. Motion approved.

(b.) Discuss real estate matters involving competitive bids, property transactions (if necessary)

Mr. Orsini made a motion for the agreement to purchase Project Lion. Seconded by Mr. Wilson. Motion approved.

Mr. Wilson made a motion for President Harris to execute and sign the lease on 300 Foxcroft Avenue between BCDA and Edward Jones. Mayor Knowles seconded the motion. Motion approved.

- XV. Member Informational Reports and Announcements – Mr. Wilson reported on behalf of the Fire Board that the Baker Heights Fire Dept. will be done by January and Bedington Fire Dept. has purchased property in Spring Mills. Mr. Hicks announced that he retired from Truist Bank and is now employed at CNB Bank. Mr. Duylea commented on how well Robbie Blair is doing with Main Street Martinsburg. The board agreed that the recent Christmas events on Main

Street Martinsburg were a success in bringing the community together. Orsini's is holding their Main Street Mixer this evening at 5:00 p.m.

XVI. Adjournment - There being no further business, the meeting was adjourned at 11:03 a.m.

Respectfully submitted,

Anthony Lewis
Secretary

Helen Harris
President