

## **MINUTES**

Board of Directors Meeting
Development Authority Conference Room
June 13, 2018 at 9:30 a.m.

PRESENT: Greg Ahalt Helen Harris, Vice President

Jim Barnes Tony Lewis, Secretary

Bob Butler Megan Michael

Steve Cox P.J. Orsini
Alan Davis Jim Seibert
Dennis Donaldson Hoy Shingleton
Dan Dulyea Kevin Starliper

Montie Hicks Nan Stevens, President

George Karos Hunter Wilson

ABSENT: Amanda Giangola, Bill Stubblefield, and Jim Welton, Treasurer

OTHERS PRESENT: Sandy Hamilton, Executive Director; Lori Taylor, Business Programs Manager; Tara Price, Administrative Services Coordinator; Ken Barton, Steptoe & Johnson; Matthew Coffey, WV Small Business Development Center; and Jim McConville, The Journal

- I. <u>Call to order</u>— President Stevens called the meeting to order at 9:30 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 June 8, 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 May 9, 2018. Mr. Wilson made a motion to approve the minutes as presented; seconded by Mr. Cox. Motion carried.

The Board reviewed the minutes of a Special Board Meeting held on May 14, 2018. Mr. Seibert made a motion to approve the minutes as presented; seconded by Mr. Wilson. Motion carried.

- V. <u>Finance/Audit Committee Reports–Audit Recommendation</u>— In absence of Treasurer Welton at this Board meeting, Chair *pro tem* Cox reported the Finance/Audit Committee Meeting met on June 6, 2018. The following item were discussed:
  - A. Financials—Mr. Cox reviewed the Financials for April 2018 that were emailed to the Board as they were received after last month's Board Meeting. Ms. Hamilton confirmed the May Financials will be emailed as soon as delivered after the 15<sup>th</sup>. Mr. Barnes made a motion to approve the April Financials as presented, subject to audit; seconded by Mr. Hicks. Motion carried.
- VI. Public Comments. Ms. Stevens welcomed guests from the public and invited them to introduce themselves. Matt Coffey, WV Small Business Development Center (WVSBDC), and Jim McConville, The Journal. Mr. Coffey reported on the 2<sup>nd</sup> Quarter 2018 analysis of WVSBDC programs and business coaching services. He distributed a handout of the office findings. He further noted that larger federal loans like Rural Development Loans from USDA are more flexible and have a larger guarantee than other sources of loans that require a feasibility study. Mr. Barnes inquired a breakdown of the 82 client counseling hours noted in his report. Mr. Coffey elaborated that hours where divided 70 business coaching appointments and rest in administrative task and community outreach, i.e. new client marketing.
- 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. <u>Executive Committee</u> President Stevens reported no Executive Meeting was held since the last Board Meeting.
  - B. Business Development Committee Mr. Orsini deferred to Executive Session.
  - C. <u>Marketing Committee</u> Mr. Starliper reported the Committee met on May 23 and discussed the following:
    - a. Logo the design firms Lovely Pixels and Hersick + Webster were on schedule to deliver a proof for the committee to review early June. Mr. Starliper added that on June 4, the available committee and the designers meet and review several logo options and were please to present the new logo selected to the Board today. A visual presentation was shown to the Board.



Mr. Barnes inquired of the name in the logo changed to read Development Authority of Berkeley County. Ms. Hamilton conveyed the need to distinguish ourselves separate from Berkeley County offices, and marketing analysis shows that when Berkeley County is used in a search engine on the web, Berkeley County, South Carolina comes up first. When you search the term "development authority", our website comes up first. Ms. Price added that the website is <a href="https://www.developmentauthority.com">www.developmentauthority.com</a>, which is a premium URL domain name to have.

Mr. Ahalt made a motion to approve the new logo as presented; seconded by Mr. Wilson. Motion carried.

- b. Website Ms. Price is continuing to update the new site and now that the Authority has a new logo, she will be adding into the site design.
- c. Newsletter the committee will tentatively have the first edition of the guarterly newsletter launched in July.
- d. Fall Event to be discussed at next meeting.

Mr. Starliper concluded in his report that the next meeting is tentatively scheduled for June 27, 2018, at 9:30 a.m., in the Board Conference Room.

- D. <u>Government Affairs & Infrastructure Committee</u> Mr. Wilson reported that no meeting was held since the last Board Meeting.
- E. <u>Human Resources Committee</u> Ms. Michaels reported that no meeting was held since the last Board Meeting.
- F. <u>By-Laws Committee</u> Mr. Lewis reported that he is updating the draft from the notes at the last meeting and will meet with the committee to review edits.
- G. Office Committee no report on from the Office Committee.

## X. <u>Executive Session</u> —

A motion was made by Mr. Seibert to move into Executive Session that may involve discussion on legal and real estate matters involving competitive bids and property transactions, as outlined in the Meeting Agenda. Mr. Wilson seconded the motion. Possible action may be taken. Motion carried. All guests, except Mr. Barton, were excused at this time. Entered Executive Session at 9:50 a.m.; adjourned at 10:18 a.m.

Motions brought forward in open session:

- A. Mr. Orsini, as Chair of the Business Development Committee, entertained a motion for the purchase of property as outlined in the resolution presented in Executive Session. Mr. Davis made a motion for the purchase of outlined property in the resolution presented; Mr. Cox seconded. Mr. Starliper abstained. Mr. Ahalt, Mr. Barnes and Mr. Donaldson opposed. Motion carried.
- B. Mr. Cox, as Chair *pro tem* of the Finance/Audit Committee, entertained a motion for a Request for Proposal (RFP) to all banks to secure financing. *Mr. Orsini made a motion for an RFP to be solicited to all banks for financing of purchase of real estate as discussed in Execution \*300 and 400 Foxcroft Avenue; Mr. Seibert seconded. Mr. Ahalt and Mr. Donaldson opposed. Motion carried.*
- C. Mr. Orsini, as Chair of the Business Development Committee, entertained a motion for the Authority to serve as a conduit for the purchase of a commercial property with a third party seeking funding through the PILOT Program (Payment in Lieu of Taxes) as discussed in Executive Session. Mr. Hicks made a motion for the Authority

- to serve as a conduit for the purchase of a commercial property with a third party seeking funding through the PILOT Program; Mr. Wilson seconded. Mr. Starliper opposed. Motion carried.
- D. Mr. Orsini, as Chair of the Business Development Committee, entertained a motion for the Authority to seek funding for a TIGER Grant, not to exceed \$7,500, for grant writing services as discussed in Executive Session. Mr. Wilson made a motion for the Authority to seek funding for a BUILD/TIGER Grant, not to exceed \$7,500, for grant writing services; Mr. Cox seconded. Mr. Starliper and Mr. Ahalt abstained. No opposed. Motion carried.
- XI. <u>Unfinished Business</u>. 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 and distributed her report to the Board. She noted a site consulting group visited the area and as part of the activities toured our most featured sites, as well as Procter & Gamble's site. There were no questions at this time.
- (b) Business Programs Manager—Ms. Taylor reviewed and distributed her report to the Board. There were no questions at this time.
- (c) Administrative Services Coordinator—Ms. reviewed and distributed her report to the Board. There were no questions at this time.
- XIV. <u>Member Informational Reports and Announcements</u>—No Board Member Reports or Announcements were given.
- XV. <u>Adjournment.</u> There being no further business, the meeting was adjourned at 10:39 a.m.

Resn	ectfully	/ subm	itted.
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Anthony Lewis Secretary

Nanette Stevens, President