



## MINUTES

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

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

Helen Harris, President  
Tony Lewis, Secretary  
Montie Hicks, Treasurer  
Bob Butler  
Brad Close  
Doug Copenhaver

Dan Dulyea  
Steve O'Brien  
Amy Orndorff  
P.J. Orsini  
Brandon Smith  
Hunter Wilson

ABSENT: Abe Ashton and Carey Gano

OTHER ATTENDEES: Ken Barton, Legal Counsel, Steptoe & Johnson; Sandy Hamilton, Executive Director; Tara Price, Administrative Services Coordinator; and Jennifer Smith, Economic Development Coordinator

GUESTS: Jim Linsenmeyer, WV Development Office

- I. Call to order—President Harris called the meeting to order at 9:30 a.m.
- II. Determination of Members Present and the Existence of a Quorum—President Harris reported that a quorum was present.
- III. Proof and Filing by Secretary the Notice of Meeting— Secretary Lewis confirmed the meeting agenda was posted to the public on Thursday, January 7, 2021.
- IV. Reading and Disposal of Prior Month's Minutes of the Board –The Board reviewed the minutes of the last Board Meeting on December 9, 2020. No corrections to the minutes were requested.
- V. Public Comments— President Harris welcomed today's guest to the meeting and invited them to introduce themselves. There were no requests to address the Board.

- VI. Report of the President —President Harris deferred to the Executive Committee report.
- VII. Financial/Audit Committee Report—Chairman Hicks reviewed the November 30, 2020 Financials.

*Mr. Wilson made a motion to approve the Financial Report, subject to audit. Seconded by Mr. Dulyea. Motion approved.*

- VIII. Report of Chairperson of Standing Committees—
  - A. Executive Committee—President Harris reported the Executive Committee met on December 22, 2020 to discuss personnel matters.
    - 1. Development Authority Organizational Chart—the Committee discussed the need to adjust staffing for office needs, job descriptions and salary ranges, and create a new organization chart. A copy of the preliminary organization chart was presented to the Board at today’s meeting to review. A discussion was made on the process for the Executive Director to begin the search for a candidate of Deputy Director to begin the process of implementing the organization chart if approved by the Board.

*Mr. Orsini made a motion to approve the organization chart presented and Ms. Hamilton to begin the hiring process of adding a Deputy Director to the staff. Seconded by Ms. Orndorff. Motion approved.*

- 2. Letter to the Editor—Ms. Hamilton reported Orion Strategies requested to the Development Authority through Ms. Hamilton to send a letter to the editor regarding the Eastern Panhandle Regional Airport Authority. The Board discussed and raised the question on clarity of the intention.

*No motion made. Ms. Hamilton to follow-up directly with Orion Strategies.*

- B. Business Development Committee—
  - 1. Memorandum of Understanding for Project West Side—Chairman Mr. Orsini deferred to Executive Session.
  - 2. Assignment of Letter of Intent for Project West Side— Chairman Mr. Orsini deferred to Executive Session.
  - 3. Purchase and Sale Agreement for Project West Side— Chairman Mr. Orsini deferred to Executive Session.
  - 4. Foxcroft Avenue Memorandum of Understanding—Chairman request the item tabled to the February Board Meeting and after the Committee meets January 21, 2021, at 11:00 p.m.
  - 5. Torch Energy Pilot—

*Chairman Orsini made a motion for legal counsel to draft a lease for Torch Energy Solar Farm Project. Mr. Dulyea seconded the motion. Mr. Lewis and Mr. Copenhaver abstained due to conflict of interest. Motion carried.*

- C. Marketing Committee—Chairman Smith reported the committee met discussed a draft of the storyboard for branding marketing video Ms. Price presented in collaboration with Social Connection.
- D. Government Affairs and Infrastructure Committee—
  - 1. Stormwater Management—Chairman Lewis conveyed the agreement between the WV Development Office and the Development Authority for a matching grant up to \$250,000 to address the stormwater management needs in the Crestfield Development.
 

*Mr. Dulyea made a motion for Ms. Hamilton to draft engineering plans with legal counsel and a Request for Qualification (RFQ) for services in construction within the Development Authority property. Mr. Butler seconded the motion. Mr. O’Brien abstained for conflict of interest. Motion approved.*
  - 2. Fiber Request for Proposals—Chairman Lewis reported a meeting with the committee and WV Senate Present Craig Blair to continue the collaboration in addressing fiber needs in the area. Another item for discussion was deferred to Executive Session.
- E. Property Management Committee—Chairman Wilson reported on the property manager’s report and review of projects in 300-400 Foxcroft Avenue buildings including signage project and HVAC replacement needs in 1<sup>st</sup> floor 300 Foxcroft Avenue building office.
- IX. Report of By-Laws Ad-Hoc Committee—Chairman Lewis reported has been scheduled for next Wednesday with the committee.
- X. Report of Staff
  - a. Executive Director—Ms. Hamilton reviewed her monthly report with the Board. She reported three new projects have been added. There were no questions.
  - b. Economic Development Coordinator—Ms. Smith reviewed her monthly report. There were no questions.
  - c. Administrative Services Coordinator—Ms. Price reviewed her monthly report. There were no questions.
- XI. New Business—There was no new business addressed at the meeting.
- XII. Other Business—There was no other business addressed at the meeting.
- XIII. Executive Session—President Harris entertained a motion to enter Executive Session to discuss real estate matters.

*Mr. Wilson made a motion to go into Executive Session at 11:07 a.m. to discuss real estate matters. Action may be taken. Mr. O'Brien seconded the motion.*

*Mr. Wilson exited The Board meeting at 11:13 a.m. Mr. Smith exited the meeting at 11:37 a.m. The Board returned to open session at 11:47 a.m.*

*Mr. Close made a motion to approve Letter of Agreement (LOA) to authorize Thrasher to provide engineering services, not to exceed \$29,000, on HVAC issue in 1<sup>st</sup> floor office in 300 Foxcroft Avenue building. Mr. O'Brien seconded the motion. Motion approved.*

*Mr. Orsini made a motion to accept the second Letter of Intention (LOI) and Memo of Understanding (MOU) with C&D Assets, the Purchase and Sales Agreement (PSA) with Terry & Company and signed by President Harris. Seconded by Mr. Close. Motion approved.*

*Mr. Lewis made a motion for the Development Authority to pursue a Request for Qualifications (RFQ) from firms that have experience in developing broadband infrastructure and the ability to provide a road map for beneficial development of fiber within the County. Mr. Close called to question clarification regarding using RFQ versus Request for Bid (RFB). Mr. Butler seconded. Motion approved.*

XIV. Member Informational Reports and Announcements—  
No Member announcements were made.

XV. Adjournment—There being no further business, the meeting was adjourned at 11:57 a.m.

Respectfully submitted,

Anthony Lewis  
Secretary

Helen Harris  
President