

MINUTES

Board of Directors Meeting
Development Authority Conference Room
July 18, 2018 at 9:30 a.m.

PRESENT: Jim Barnes Megan Michael

Steve Cox P.J. Orsini Dan Dulyea Jim Seibert

Amanda Giangola Nan Stevens, President Montie Hicks Jim Welton, Treasurer

Helen Harris, Vice President Hunter Wilson

Tony Lewis, Secretary

ABSENT: Bob Butler, George Karos, and Kevin Starliper

OTHERS PRESENT: Sandy Hamilton, Executive Director; Lori Taylor, Business Programs Manager; Tara Price, Administrative Services Coordinator; Joy Lewis, WV Development Office; Chris Strovel, Senator Capito's Office; and Jim McConville, The Journal

- I. <u>Call to orde</u>r— President Stevens called the meeting to order at 9:31 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 July 13, 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 June 13, 2018. Mr. Cox made a motion to approve the minutes with one correction under Section XI. Executive Session, Item (B): the purchase of 300 & 400 Foxcroft Avenue to be reflected in the minutes; Mr. Wilson seconded the motion. Motion carried.

- V. Finance/Audit Committee Reports-Audit Recommendation-
 - A. Financials—Mr. Welton reviewed the Financials for June 2018 that were emailed to the Board as they were received after last month's Board Meeting.

 Mr. Cox made a motion to approve the June Financials as presented, subject to audit; seconded by Mr. Wilson. Motion carried.

- VI. <u>Public Comments.</u> Ms. Stevens welcomed guests from the public and invited them to introduce themselves. Present at today's Board meeting: Joy Lewis, WV Development Office; Jim McConville, The Journal; and Chris Strovel, Senator Capito's office. Mr. Strovel delivered a Letter of Support from the Senator's Office and will be attached to this month's minutes.
- 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 Committee Meeting was held since the last Board Meeting.
 - B. <u>Business Development Committee</u> Mr. Orsini reported the committee met on June 6 and June 26, 2018 and two recommendations were brought forward to the Board:
 - Mr. Wilson made recommendation to adopt the restructuring of the loan with Procter & Gamble for a pump booster; seconded by Ms. Harris. Motion carried.
 - 2) Mr. Wilson made a motion to ratify the purchase of land; seconded by Mr. Cox. Motion carried.

Next Business Development Committee Meeting is scheduled for July 24, 2018 at 10 a.m. in the Board Conference Room.

- C. <u>Marketing Committee</u> In Chairman Starliper's absence, Ms. Price reported the Committee met on June 27, 2018, and discussed the following:
 - Website the new site is now live and she is continuing to work behind the scenes for more enhancements including a property search feature and Calendar of Events.
 - 2) Newsletter Ms. Price reported she is now working on the newsletter template and will be previewing with the Board at the next meeting.
 - 3) Fall Event to be discussed at next meeting.

The next Marketing Committee meeting is scheduled for July 25, 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 the committee met today prior to this Board meeting and will meet again on July 24, 2018 to continue discussions on evaluations.
- 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. <u>Office Committee</u> President Stevens requested that the Ad-Hoc Office Committee be removed from the Board Agenda.

X. Executive Session —

A motion was made by Mr. Wilson 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. Cox seconded the motion. Possible action may be taken. Motion carried. All guests and staff, except Ms. Hamilton, were

excused at this time. Entered Executive Session at 9:52 a.m.; adjourned at 10:26 a.m.

Motions brought forward in open session:

- A. Mr. Wilson made a motion for The Authority to contribute up to 10%, not to exceed \$40,000, toward the grant discussed during Executive Session. Mr. Cox seconded. 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.

 Mr. Barnes raised a question on Board memberships. Mr. Dulyea cited in the original

 Berkeley County Council Resolution the Development Authority is to be made of 15 Board

 Members.
- XIII. Report of Staff
 - (a) Executive Director—Ms. Hamilton reviewed her distributed report. She reported on a recent visit to Procter & Gamble took place earlier this month and reporter from Cincinnati Enquirer did a feature on the mega distribution site. A link to the article is included: https://www.cincinnati.com/story/money/2018/07/24/huge-p-g-factory-future-ramps-up-others-close/751177002/.

Ms. Hamilton also reported on two projects of note:

- 1. Project Husky- met with site consultant on 7/5.
- 2. *Project Rubicon* manufacturing industry; considering Tabler Station Business Park or north end of Cumbo Yard.
- (b) Business Programs Manager—Ms. Taylor reviewed and distributed her report to the Board. She reported on a visit with the Publisher at the Journal. She also reported on Mountain View Millworks. There were no questions at this time.
- (c) Administrative Services Coordinator—Ms. Price reviewed and distributed her report to the Board; most of which was reported during the Marketing Committee report. There were no questions at this time.
- XIV. <u>Member Informational Reports and Announcements</u>—Ms. Taylor distributed to the Board the next Eastern Panhandle Entrepreneur's Forum to be held on Thursday, August 2, from 5:30 p.m., at the Purple Iris. Hannah Vargason, from Natural Capital Investment Fund, will be presenting on the topic, "The Non-Traditional Approach to Finance."
- XV. <u>Adjournment.</u> There being no further business, the meeting was adjourned at 10:51 a.m.

Respectfully submitted,

Anthony Lewis Secretary

Nanette Stevens, President