

Bland County Stephen Kelley Eric Workman, Secretary/ Treasurer

> Craig County Jay Polen

Giles County Chris McKlarney Paul Baker

Montgomery County Mary Biggs, Chair Craig Meadows

Pulaski County

Laura Walters Jonathan Sweet

Roanoke County Jason Peters Jill Loope

City of Radford Richard Harshberger Kim Repass

City of Roanoke William Bestpitch Marc Nelson

Town of Dublin Doug Irvin Tyler Kirkner

Town of Pearisburg Kenneth Vittum, Vice-Chair Todd Meredith

Town of Pulaski Greg East Darlene Burcham

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6580 Valley Center Drive, Suite 124 Fairlawn, VA 24141 Phone (540) 639-9313 FAX (540) 831-6093

> VFRIFA Board of Directors Meeting Agenda 12 Noon, Wednesday, March 16, 2021

Location: New River Valley Business Center - New River Room 6580 Valley Center Drive, Fairlawn, VA 24141

- 1. Roll Call and Electronic Meeting Certification
- 2. Approval of Agenda
- 3. Public Comment
- 4. Items of Consent
 - a. Approval of Previous Meeting Minutes
 - b. Quarterly Financial Report
- 5. Executive Team Report
 - a. Property Updates
 - b. International Blvd
 - c. 2023 Budget
- 6. Action Items
 - a. Appointment to Executive Board to replace Joe Guthrie

Closed Session - Executive Session pursuant to Sec. 2.2-3711 (A) (5) (6) (7) of the Code of Virginia, relating to a discussion of an undisclosed prospective business or industry or the expansion of an existing business or industry and investment of public funds which if made public initially might adversely affect the Authority's financial position.

- b. Project Goose Update
- c. Prospect Updates
- d. Personnel Matters
- e. Project Speaker
- f. Project Doctor
- 7. Adjournment Next Meeting: March, 2022

5. Executive Team Report

- A. Property Updates
 - a. <u>Patton Logistics</u> Gay and Neel staff are working on site plans for Lot B and Lot G and getting everything approved through DEQ and Pulaski County this to break ground later this spring.
 - b. <u>Sign Update</u> Sign Systems is ready to put up our new park entrance sign It has finished the review process and can be installed. The price has gone up to \$42,000 but they should be getting started soon. It will take approximately one week to tear down our old signs and put up new signs.
 - c. <u>Site Readiness Grant</u> Virginia's First staff applied for \$728,000 for the VEDP Site-Readiness grant program. Our goal for the project is to increase the NRV Commerce Park from a Tier 4 site to a Tier 5 site. We were awarded a \$300,000 to be used for lot J.
- B. International Blvd Phase I and Phase II construction is considered substantially completed by VDOT and we are wrapping up final project items over the next month. We remained within our grant budget. Our next focus is on applying for Phase III and Phase IV EDA Access grants to support Patton Logistics' expansion and new development on Lot B and Lot G and continue the extension of International Blvd.
- C. 2023 Draft Budget Included in your packet today is the draft 2023 Budget. This is for you to review and the Board to discuss before we vote on approving it at the June Board meeting.

6. Action Items

- a. Joe Guthrie has been appointed as Commissioner of Agriculture for the State of Virginia. We are having to replace his seat on the Executive Board.
- **7. Closed Session** Executive Session pursuant to Sec. 2.2-3711 (A) (5) (6) (7) of the Code of Virginia, relating to a discussion of an undisclosed prospective business or industry or the expansion of an existing business or industry and investment of public funds which if made public initially might adversely affect the Authority's financial position.
 - b. Project Goose Update
 - c. Prospect Updates
 - d. Personnel Matter
 - e. Project Doctor
 - f. Project Speaker

Motion to Return to Open Session – A motion is needed to return to open session.

Certification – A motion is needed to certify the following: The Virginia's First Regional Industrial Facility Authority certifies compliance with 1950 Code of Virginia, Section 2.2-3712 (D) requirements that (i) only public business matters lawfully exempted from open meeting requirements under this chapter and (ii) only such public business matters as were identified in the motion by which the closed meeting was convened were heard, discussed or considered in the meeting.

8. Adjournment - Next Meeting: June 8, 2022

VIRGINIA'S FIRST REGIONAL INDUSTRIAL FACILITY AUTHORITY

Meeting Minutes December 15, 2021 Pulaski County Innovation Center, Fairlawn, VA

1. Roll Call and Electronic Meeting Certification

A meeting of the Virginia's First Regional Industrial Facility Authority (VFRIFA) was held on Wednesday, December 15, 2021 at the Pulaski County Innovation Center. Ms. Biggs, Chair, called the VFRIFA meeting to order at 12:10pm.

Section 2.2-3708.2 of the Code of Virginia allows for the participation in this meeting of Virginia's First Regional Industrial Facility Authority's board through electronic means from a remote location under certain defined circumstances listed in the adopted VFRIFA Electronic Meeting Policy. A quorum of the VFRIFA Board was physically assembled at the Pulaski County Innovation Center in accordance with Sections 1 and 2 of the VFRIFA Electronic meeting policy to allow for remote participants.

Marc Nelson, City of Roanoke, requested to participate remotely due to personal reasons.

Motion: Mr. Hamilton moved the board to allow remote participation by requested members.

Ms. Walters seconded the motion.

Action: The motion passed unanimously on a roll call vote with all members present voting in the affirmative

A quorum was determined with eight of eleven-member governments represented: Craig County, Montgomery County, Pulaski County, Roanoke County, the City of Roanoke, the Town of Dublin, Town of Pearisburg, and the Town of Pulaski. No representatives from Bland County, Giles County, and the City of Radford werepresent.

2. Agenda approval

Ms. Biggs requested a motion for approval of the agenda.

Motion: **Mr. Hamilton** moved the Board approve the agenda. **Mr. Vittum** seconded the motion.

Action: The motion passed unanimously on a roll call vote with all members present voting in the affirmative.

- 3. Public Comment.
- 4. Items of Consent
 - a. Approval of Previous Meeting Minutes
 - b. Quarterly Financial Report

Motion: Mr. Vittum moved the Board approve the consent items. Ms. Lyons seconded the motion.

Action: The motion passed seven to one on a roll call vote with all members present voting in the affirmative except for Mr. East, Town of Pulaski, who abstained due to not being

present at the September, 2021 meeting.

5. Executive Director's Report

- A. Property Updates
 - a. <u>Patton Logistics</u> Gay and Neel staff are working on site plans for Lot B and Lot G and getting everything approved through DEQ and Pulaski County this month.
 - b. <u>Barnwood update</u> We have a prospect interested in removing the barn from our property.
 - c. <u>Sign Update</u> Sign Systems is ready to put up our new park entrance sign however it is still under FAA review. Once it finishes the review process, it will take approximately one week to tear down our old signs and put up new signs.
 - d. <u>Site Readiness Grant</u> Virginia's First staff applied for \$728,000 for the VEDP Site Readiness grant program. Our goal for the project is to increase the NRV Commerce Park from a Tier 4 site to a Tier 5 site; in order to do this, we need funding to grade each lot for a faster development timeline. The grant funding requested in Round 1 of the VBRSP, is for planning and professional services to begin the project.
- B. International Blvd Phase I and Phase II construction is considered substantially completed by VDOT and we are wrapping up final project items over the next month. We remained within our grant budget. Our next focus is on applying for Phase III and Phase IV EDA Access grants to support Patton Logistics' expansion and new development on Lot B and Lot G and continue the extension of International Blvd.
- C. FY2021 Audit Corbin Stone from RFCA presented the FY21 Audit Documents.

6. Action Items

- a. Approve 2022 Board Meeting Dates
 - March 9, 2022
 - June 8, 2022
 - September 14, 2022
 - December 14, 2022

Motion: **Mr. Vittum** motioned to approve the board meeting dates listed on the approved agenda. **Ms. Lyons** seconded the motion.

Action: The motion passed unanimously on a roll call vote with all members present voting in the affirmative.

- **7. Closed Session** BE IT RESOLVED, the VFRIFA Board of Directors hereby enters into Closed Session pursuant to Sec. 2.2-3711 (A) (5) (6) (7) of the Code of Virginia, relating to a discussion of an undisclosed prospective business or industry or the expansion of an existing business or industry and investment of public funds which if made public initially might adversely affect the Authority's financial position and Section 2.2-3711(A)(1) for personnel matters.
 - a. Project Goose Update
 - **b.** Prospect Updates
 - c. Personnel Matter

Motion: Ms. Walters moved the Board go into closed session for the purposes of discussing business, under Code of VA, Section 2.2-3711.A.(5). Mr. East seconded the motion.

Action: The motion passed unanimously on a roll call vote with all members present voting in the affirmative.

c. Out of Closed Session

Motion: Mr. Hamilton moved the Board return to open session. Ms. Lyons seconded the motion.

Action: The motion passed unanimously on a roll call vote with all members present voting in the affirmative.

d. Certification of Closed Session: Roll Call Vote certifying compliance with 1950 Code of Virginia, Section 2.2-3712 (D) requirements that (i) only public business matters lawfully exempted from open meeting requirements under this chapter and (ii) only such public business matters as were identified in the motion by which the closed meeting was convened were heard, discussed or considered in the meeting.

Motion: **Ms. Loope** moved the Board certify that to the best of each member's knowledge (i) only public business matters lawfully exempted from open meeting requirements under this chapter and (ii) only such public business matters as were identified in the motion by which the closed meeting was convened were heard, discussed or considered by the committee in the closed session. **Ms. Walters** seconded the motion.

Action: The motion passed unanimously on a roll call vote with all members present voting in the affirmative.

Project Goose

Motion: Ms. Walters moved the Board to authorize the Chair to sign the revised and amended agreements for Project Goose as presented and discussed in closed session. Mr. Vittum seconded the motion.

Action: The motion passed unanimously on a roll call vote with all members present voting in the affirmative.

7. Adjournment - Next Meeting: March 9, 2022

With no further business to discuss, Ms. Biggs adjourned the formal meeting at 1:30pm. The next scheduled regular VFRIFA Board meeting is Wednesday, March 9, 2022 at noon. Tentative dates and locations for called special meetings will be monthly on the second Wednesday at noon.

Respectfully Submitted, Approved by,

Mary Biggs, Chair Eric Workman, Secretary / Treasurer

Michael Solomon, Executive Director

VIRGINIA'S FIRST REGIONAL INDUSTRIAL FACILITY
AUTHORITY
Attendance
December 15,2021
Pulaski County Innovation Center, Fairlawn, VA

Craig County (x) Jay Polen

Giles County () Chris McKlarney

() Paul Baker

Montgomery () Craig Meadows (x) Brian Hamilton (x) Mary Biggs () Brenda Rigney

Pulaski County () Jonathan Sweet () John Travis () Joe Guthrie (x) Laura Walters

Roanoke County () Jason Peters () Martha Hooker (x) Jill Loope

City of Radford () Kim Repass

()

City of Roanoke (x) Marc Nelson () Anita Price () Stephanie Moon Reynolds

Town of Dublin (x) Tye Kirkner

(x) Debbie Lyons (x) Edith Hampton

Town of Pearisburg () Todd Meredith

(x) Ken Vittum

Town of Pulaski (x) Greg East ()

() Darlene Burcham

Others Present: Mark Popovich (VFRIFA counsel), Corbin Stone (Auditor, RFC Associates)

Staff Present: Michael Solomon, Tori McNiff

VIRGINIA'S FIRST REGIONAL INDUSTRIAL FACILITY AUTHORITY Page 8 of 16 Quarter Ending December 30, 2021

Ledger Balance Forward September 30, 2021		854,606.20
Dues/Shares/Rents Received		
Interest Earned		
Leases/Loan payments	630.00	
Mebane Sale		
RSF Tax/Surcharge Income	8,334.00	
Loans/Grants/Performance Payments		
Misc	7,644.24	
Total Receivables (less fees)	16,608.24	16,608.24
October 2021 Payables		
Guynn & Waddell	795.06	
NRV Regional Com	1,083.33	
Pulaski Co	11.00	
VSBFA	3,760.21	
November 2021 Payables		
VSBFA	3,760.21	
Atlantic Union Credit Card	5,486.09	
NRV Regional Com	1,083.33	
Pulaski Co	11.00	
Robinson Farmer Cox	6,000.00	
December 2021 Payables		
Pulaski Co	11.00	
Guynn & Waddell	175.00	
VSBFA	3,760.21	
NRV Regional Com	3,923.96	
Atlantic Union Credit Card	4,559.85	
Total Accounts Payable	34,420.25	
•		(34,420.25)
Ledger Balance December 31, 2021		836,794.19
Available Funds		
Virginia's First Designated Balance	39,512.04	
Commerce Park Designated Balance	797,282.15	
Total Available Funds		836,794.19

These financial statements have not been prepared in accordance with Generally Accepted Accounting Principles (GAAP) and are intended for internal use only

	VA First	Con	mmerce Park		To	otal Funds	
9/30/2021 Designated Balance \$	52,682.12	\$	801,924.08		\$	854,606.20	
Quarterly Income							
Dues/Shares							
Loans							
Leases							
Misc - Grants/Easement Fees/PSA repayment/RSF income/Patton		\$	8,334.00				
Real Estate Tax/Water Surcharge RSF		\$	7,644.24				
Add'l Shares - W/S Expansion							
an payments land sale - new Dublin Presbyterian church							
mebane house sale							
Ruebush Road house sale		\$	630.00				
reserve transfer							
Total Income \$	-	\$	16,608.24		\$	16,608.24	
Quarterly Expense							
Admin Contracted \$	5,620.62						
Admin Exp \$	579.40	\$	4,471.45				
Project Development							
Website							
Contractual Service							
Debt Service							
Capital Outlay							
Professional \$	6,970.06						
Site Marketing		\$	5,498.09				
Site Maintenance							
Lot C		\$	11,280.63				
Revenue Refund							
Misc/reserve used for debt service	40.1=0.5=						
Total Expense \$	13,170.08		\$21,250.17			\$34,420.25	
12/31/21 Designated Balance \$\square\$	39,512.04	\$	797,282.15		\$	836,794.19	
		12/31	1/2021 ledger ba	lance	\$ \$	836,794.19	
		\$	797,282.15	Comme		Qtr Balance	
\$	39,512.04		797,282.15				

These financial statements have not been prepared in accordance with General Accepted Accounting Principles (GAAP) and are intended for internal use only

Virginia's First Regional Industrial Facility Authority

Profit and Loss by Class July - December, 2021

	NRV - COMMERCE PARK	VIRGINIA'S FIRST	TOTAL
Income			
Commerce Park Income			\$0.00
6101 Ruebush Rd. 10 yr purchase	1,260.00		\$1,260.00
Mebane Manor Income			\$0.00
Real Estate Tax Mebane	3,609.00		\$3,609.00
Total Mebane Manor Income	3,609.00		\$3,609.00
PSA Interceptor Sewer Repayment	7,561.91		\$7,561.91
Red Sun Farms Income			\$0.00
Performace Agreement Extension	25,002.00		\$25,002.00
Real Estate Tax RSF	175,964.74		\$175,964.74
Water Surcharge RSF	82.33		\$82.33
Total Red Sun Farms Income	201,049.07		\$201,049.07
Shares - Commerce Park			\$0.00
Shares - Roanoke City	27,500.00		\$27,500.00
Total Shares - Commerce Park	27,500.00		\$27,500.00
Total Commerce Park Income	240,979.98		\$240,979.98
Virginia First's Income			\$0.00
Member Dues - VA First			\$0.00
Dues - City of Roanoke		5,000.00	\$5,000.00
Total Member Dues - VA First		5,000.00	\$5,000.00
Total Virginia First's Income		5,000.00	\$5,000.00
Total Income	\$240,979.98	\$5,000.00	\$245,979.98
GROSS PROFIT	\$240,979.98	\$5,000.00	\$245,979.98
Expenses			
Commerce Park Expenses			\$0.00
Administration Expenses			\$0.00
Advertising/Media	1,652.03		\$1,652.03
Copies/Printing	72.00		\$72.00
Transportation/Travel Per Diem	3,588.84		\$3,588.84
Total Administration Expenses	5,312.87		\$5,312.87
Lot C Grading	23,917.16		\$23,917.16
Onward NRV Membership	4,000.00		\$4,000.00
Site Marketing			\$0.00
Marketing Expenses	6,459.14		\$6,459.14
NRV Commerce Park G-Suite	240.00		\$240.00
Total Site Marketing	6,699.14		\$6,699.14
Total Commerce Park Expenses	39,929.17		\$39,929.17

Virginia's First Regional Industrial Facility Authority

Profit and Loss by Class July - December, 2021

	NRV - COMMERCE PARK	VIRGINIA'S FIRST	TOTAL
Virginia's First Expenses			\$0.00
Administration Contracted -VF			\$0.00
NRVRC Staff Services		10,079.02	\$10,079.02
Total Administration Contracted -VF		10,079.02	\$10,079.02
Administration Expenses - VA1st			\$0.00
Miscellaneous/Other Expenses			\$0.00
Meeting Costs		401.15	\$401.15
Other		492.00	\$492.00
Total Miscellaneous/Other Expenses		893.15	\$893.15
Total Administration Expenses - VA1st		893.15	\$893.15
Debt Service		188,144.87	\$188,144.87
Professional Services- VA First			\$0.00
Audit Fee		6,000.00	\$6,000.00
Legal		2,475.56	\$2,475.56
Total Professional Services- VA First		8,475.56	\$8,475.56
Website & Target Industry Resea		11.00	\$11.00
Total Virginia's First Expenses		207,603.60	\$207,603.60
Total Expenses	\$39,929.17	\$207,603.60	\$247,532.77
NET OPERATING INCOME	\$201,050.81	\$ -202,603.60	\$ -1,552.79
NET INCOME	\$201,050.81	\$ -202,603.60	\$ -1,552.79

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Item	Bud	get
VFRIFA Income		
Member Dues		55,000.00
Bland County	\$ \$	5,000.00
Craig County	\$	5,000.00
Giles County	\$	5,000.00
Montgomery County	\$	5,000.00
Pulaski County	\$	5,000.00
Roanoke County	\$	5,000.00
City of Radford	\$	5,000.00
City of Roanoke	\$	5,000.00
Town of Dublin	\$	5,000.00
Town of Pearisburg	\$	5,000.00
Town of Pulaski	\$	5,000.00
1% Admin Fee (from all taxes)	\$	2,749.12
Transfer from Commerce Park	\$	69,860.00
VFRIFA Reserve Funds	\$	
Subtotal VFRIFA Income	\$	127,609.12
Commerce Park Income Red Sun Farms	\$	222,272.66
Real Estate Tax	\$	154,222.66
Machinery & Tools Tax	\$	10,596.00
Business Personal Property Tax	\$	6,454.00
Water Surcharge	\$	1,000.00
Performance Agreement Rent	\$	50,000.00
Mebane Manor	\$	7,467.02
Real Estate Tax	\$	5,071.96
27 Acre Property- 10 year lease/ purchase	\$	2,000.00
4 Acre Property - 6 year lease/purchase	\$	395.06
Patton Logistics	\$	142,880.04
Real Estate Tax	\$	142,780.04
Machinery & Tools Tax	\$	_
Business Personal Property Tax	\$	_
Water Surcharge	\$	100.00
Project Goose	\$	381,000.00
Deposit Payments	\$	70,000.00
Lump Sum Agreement	\$	311,000.00
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Solar Farm	\$	5,000.00

Agricultural Leases	\$ 33,972.60
Independence Lumber Company	\$ 33,972.60
Member Shares	\$ 412,500.00
Bland County	\$ 5,900.00
Craig County	\$ 5,844.00
Giles County	\$ 55,851.00
Montgomery County	\$ 55,851.00
Pulaski County	\$ 180,172.00
Roanoke County	\$ 29,255.00
City of Radford	\$ 23,258.00
City of Roanoke	\$ 27,500.00
Town of Dublin	\$ 2,968.00
Town of Pearisburg	\$ 5,900.00
Town of Pulaski	\$ 20,001.00
New Dublin Presbyterian Church Payment	\$ 1,122.96
Ruebush Road House Payment	\$ 2,520.00
PSA Shelor Motor Mile Sewer Repayment	\$ 1,250.00
Transfer to VFRIFA	\$ (69,860.00)
CP Reserve Funds	\$ -
Subtotal CP Income	\$ 1,140,125.28
Total Income	\$ 1,267,734.40

FY2023 VFRIFA Expenses		
1 12025 VI KII A LAPEIISES		
Item	Bud	dget
VFRIFA Expenses		
Staffing	\$	102,910.00
NRVRC- Staff	\$	13,660.00
Pulaski County - Executive Director & Project Manager	\$	89,250.00
Professional Services	\$	21,000.00
Audit	\$	6,000.00
Legal	\$	15,000.00
Miscellaneous	\$	3,699.12
Public Official Insurance	\$	550.00
Meeting Costs	\$	1,500.00
Other Misc.	\$	1,649.12
Subtotal VFRIFA Expenses	\$	127,609.12
<u>Commerce Park Expenses</u>		
Debt Service	\$	661,315.20
PSA Debt Service (water/sewer)	\$	55,000.00
FY21 Deferred Debt Service	\$	146,240.20
FY22 General Debt Service	\$	312,640.00
FY22 Red Sun Farms Grading Debt Service	\$	147,435.00
Site Marketing	\$	26,002.00
General Marketing Expenses	\$	15,500.00
Travel Expenses	\$	10,000.00
NRV Commerce Park Website	\$	250.00
NRV Commerce Park G-Suite	\$	120.00
NRV Commerce Park Phone	\$	132.00
Onward NRV Membership	\$	4,000.00
VSBFA Loan Repayment	\$	47,700.00
Property Insurance	\$	377.00
Property Improvements	\$	10,000.00
Miscellaneous	\$	7,045.20
Multi-Lot Property Sale Expenses	\$	20,000.00
Contingency for Prospective Industry	\$	10,000.00
Patton Logistics Tax Grant	\$	25,000.00
Reserve Account Deposit	\$	476,120.88
Deferred Debt Service (until 7/2022)	\$	
	\$	(147,435.00) 1,140,125.28
Subtotal CP Expenses	>	1,140,125.28
T-1-1 F		1 267 724 40
Total Expenses	- 5	<u>1,267,734.40</u>

nd 9	Summary		
Bu	aget		
\$	369,038.82	Incorrect - No project Goose	Money as of 01/202
-	•	·	
-			
\$	207.84		
	(6,500.03)		
	3,229.82		
	•		
\$	45,105.72		
\$	448,099.79		
\$	192 203 94		
"	132/200134		
\$	26,032.84		
	-		
	-		
	17,420.62		
\$	8,612.22		
	60.060.00		
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\$	3,/85.31		
\$	288,205.80		
\$	508,957.00		
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1 5	L. <u>/45./07.59</u>		
¢	736 305 50		
	Bu \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$	\$ 207.84 \$ (6,500.03) \$ 30,008.46 \$ 3,229.82 \$ 7,009.16 \$ 45,105.72 \$ 448,099.79 \$ 192,203.94 \$ 26,032.84 \$ - \$ 17,420.62 \$ 8,612.22 \$ 69,969.02 \$ 50,000.00 \$ (50,000.00) \$ 20,000.15 \$ 34,530.42 \$ 11,653.14 \$ 3,785.31 \$ 288,205.80	\$ 369,038.82 Incorrect - No project Goose

