MINUTES OF MEETING

The Board of Directors of the Industrial Development Authority of Washington County met pursuant to notice on Wednesday, May 8, 2013, at 3:00 p.m. in the Board Meeting Room #2 of the Washington County Government Building located at 1 Government Center Place, Abingdon, Virginia for the regular monthly board meeting.

PRESENT:

Henry Snodgrass, *Chairman*
John Roberts, *Vice Chairman*
Pat Callebs, *Treasurer*
Saul Hernandez *Counted present at 3:15 p.m.*
Larry Hines
Mark Nelson
Randy Woodward

ABSENT:

ALSO PRESENT:

Vernon Smith, *Washington County resident*
Tom Elliott, *Executive Director, Virginia's aCorridor*
Jim Fern, *Hicok, Fern, Brown & Garcia, CPA's*
Charlie Day, *Beeson and Beeson*
Fred Parker, *Fiscal Agent for The Highlands*
Sam Kiser, *Thompson and Litton*
Christy Parker, *County Department of Economic Development & Community Relations*
Joe Lyle, *Hale, Lyle and Russell - IDA Legal Counsel*
Suzanne Lay, *IDA Secretary*
Neta Farmer, *IDA Recording Secretary*

CALL TO ORDER:

Chairman Snodgrass called the regular May board meeting to order and determined that a quorum was present. It was the consensus of the Board to change the agenda since some the guests had other commitments.

READING AND APPROVAL OF MINUTES:

A motion was made by Pat Callebs and seconded by John Roberts to accept minutes of the regular April meeting minutes (April 10, 2013) and called meeting (April 24, 2013) as mailed. The vote on the above-mentioned motion was as follows: (4-0-2)

Snodgrass	Aye	Roberts	Aye	Callebs	Aye
Hines	Aye				

Randy Woodward and Mark Nelson abstained from the motion. Motion passed.

Saul Hernandez counted present during Tom Elliott's presentation.

VIRGINIA'S ACORRIDOR – Tom Elliott

Tom Elliott introduced himself to the new members on the Board. Mr. Elliott gave an update to the Board on the aCorridor. He also answered questions and concerns how his organization helps with promoting economic development for Washington County.

REVIEW AND APPROVAL OF FINANCIAL REPORT/PAYMENT OF BILLS

- **Highlands Project Report – Fred Parker**

Fred Parker reviewed The Highlands project report with the Board. A motion was made by Pat Callebs and seconded by Mark Nelson to approve The Highlands Report as presented. The vote on the above-mentioned motion was as follows: (6-0-1)

Snodgrass	Aye	Roberts	Aye	Callebs	Aye
Woodward	Aye	Hernandez	Aye	Nelson	Aye

Larry Hines abstained from the motion. Motion passed.

- **Updated Financial Report**

Suzanne Lay reviewed the updated financial report with the Board. A motion was made by John Roberts and seconded by Pat Callebs to approve the updated IDA financial report as presented. The vote on the above-mentioned motion was as follows: (7-0-0)

Snodgrass	Aye	Roberts	Aye	Callebs	Aye
Woodward	Aye	Hernandez	Aye	Nelson	Aye
Hines	Aye				

The hand vote was unanimous.

- **Invoices to be Paid**

A motion was made by Mark Nelson and seconded by Larry Hines to approve payment of the following invoices: Thompson and Litton - $522.00; Tri-Cities Airport Authority (April – June 2013) - $3,866.00; Fred Parker – Fiscal Agent for The Highlands - $750.00; Litton Landscapes, LLC -$8,052.50; Washington County (reimbursement for public safety building (Request #9) - $4,789.88; and Hale, Lyle and Russell (General Matters) - $2,845.80. The motion on the above-mentioned motion was as follows: (7-0-0)

Snodgrass	Aye	Roberts	Aye	Callebs	Aye
Woodward	Aye	Hernandez	Aye	Nelson	Aye
Hines	Aye				

The hand vote was unanimous.

• Oak Park Project Report and Best Case Financials – Jim Fern

Jim Fern presented the Oak Park Project report and the Best Case/Worst Case financials. Mr. Fern answered questions and concerns throughout his reports. The Board thanked Mr. Fern for the development of the financial information and keeping the Board informed and updated in a timely manner.

ATTORNEY'S REPORT – JOE LYLE

~ PERFORMANCE AGREEMENTS~

• INNOVATIVE TECHNOLOGIES

Legal Counsel reported the court had asked for a revision to the submitted affidavit and the revision was made and was resubmitted to the court. Legal Counsel should have an order on the motion in the next couple of weeks.

• COLUMBUS MCKINNON

This item was discussed in closed session.

• APPALACHIAN CAST PRODUCTS

Legal Counsel reported that the grants funds had been received and distributed.

• AGC FLAT GLASS

Legal Counsel reported that the Commissioner of Revenue is still waiting information concerning the Company's machinery and tools report for 2012.

• CLEAN ENERGY R & D

Legal Counsel is still waiting on the Clean Energy R & D performance agreement to be presented to the BOS for approval.

• Oak Park Sewer Agreement with WCSA

Legal Counsel reported that the WCSA had been reviewing the latest draft agreement and should be presented to both Boards soon for their approval.

COMMUNITY SERVICES BUILDING

• Architectural Services – Charlie Day and Randall Blevins

Charlie Day reviewed the Community Services Building Health Department blueprint plans with the Board. Mr. Day answered questions from the Board.

• Update on Janitorial Services

No additional information was given on this item.

• Mowing RFP

Chairman Snodgrass reviewed the mowing RFP for the Community Services Building property with the Board. The Board discussed the mowing RFP. A motion was made by Pat Callebs and seconded by Mark Nelson for the IDA to proceed with the request for quotes for mowing at the Community Services Building property.
The motion on the above-mentioned motion was as follows: (7-0-0)

Snodgrass	Aye	Roberts	Aye	Callebs	Aye
Woodward	Aye	Hernandez	Aye	Nelson	Aye
Hines	Aye				

The hand vote was unanimous.

• Security RFP

Legal Counsel reviewed the security RFP for the Community Services Building. The Board discussed this item. A motion was made by Larry Hines and seconded by Pat Callebs to move forward with the request for quotes for the Community Services Building security system. The motion on the above-mentioned motion was as follows: (7-0-0)

Snodgrass	Aye	Roberts	Aye	Callebs	Aye
Woodward	Aye	Hernandez	Aye	Nelson	Aye
Hines	Aye				

The hand vote was unanimous.

OAK PARK PHASE III & IV

• TVA Grant - Sign update

The Park Committee met earlier in the month regarding the Oak Park sign and made a recommendation to the Board of the sign they selected. The Board discussed the current wording on the sign. A motion was made by Randy Woodward and seconded by John Roberts to proceed to seek bids for both wordings Industrial Development and Economic Development. The vote on the above-mentioned motion was as follows: (7-0-0)

Snodgrass	Aye	Roberts	Aye	Callebs	Aye
Woodward	Aye	Hernandez	Aye	Nelson	Aye
Hines	Aye				

The hand vote was unanimous.

- **Sinkhole Report**

Sam Kiser reported that the Sinkhole had not been completed due to wet conditions.

- **Grading Lot Quotes – Sam Kiser**

Sam Kiser handed out two quotes on the pad grading of lot 15. The Board discussed the grading lot quotes.

- **Pump station for service authority**

Sam Kiser discussed the proposed AEP power service line location in Oak Park. The Board discussed this item. A motion was made by Mark Nelson and seconded by Larry Hines to direct the Park Committee to work with Sam Kiser and AEP to try to negotiate a reasonable agreement to where the service needs to be located and come back to the Board with a recommendation. The vote on the above-mentioned motion was as follows: (7-0-0)

Snodgrass	Aye	Roberts	Aye	Callebs	Aye
Woodward	Aye	Hernandez	Aye	Nelson	Aye
Hines	Aye				

The hand vote was unanimous.

STRATEGIC PLAN

• Mission Statement

Chairman Snodgrass read the following proposed mission statement
"To obtain, maintain and market Washington County assets related to job creation and expanded tax base, consistent with needs, aspirations and capabilities of Washington County, Virginia".

• Name
Chairman Snodgrass asked for Board input regarding keeping the name IDA or changing to EDA. The Board discussed the pros and cons of changing to the EDA. It was the consensus of the Board for this item to be discussed at the next called meeting.

• Proposed date of next meeting May 22, 2013
Chairman Snodgrass reminded the Board that the next called meeting would be held on Wednesday, May 22, at 3:00 p.m. A reminder will be sent out next week.

Adjournment of Regular April Board Meeting

A motion was made by Pat Callebs and seconded by Randy Woodward to adjourn the regular April board meeting. The vote on the above-mentioned motion was as follows: (5-0-2)

Snodgrass	Aye	Roberts	Aye	Callebs	Aye
Woodward	Aye	Hines	Aye		

Mark Nelson and Saul Hernandez abstained from the motion. Motion passed.

UPDATE ON MOVING TO ELECTRONIC FORMAT

No information was given on this item at the meeting.

FTZ REPORT

Chairman Snodgrass reported that the Board would be going with the New River FTZ at the lower cost.

CHAIRMAN'S REPORT - HENRY SNODGRASS

• Industrial Appreciation Event - June 5, 2013
Chairman Snodgrass reminded the Board that the annual Industrial Appreciation golf outing would be held on June 5th. A luncheon at Glenrochie Country Club followed by a golf outing.

Suzanne Lay reported that training for the existing industries visitations would be held immediately after the chamber breakfast meeting. Invitations announcing the training have been sent out.

- **Committee Structure**

This item was not discussed at the meeting.

- **Performance committee**

This item was not discussed at the meeting.

CLOSED MEETING

A motion was made by Randy Woodward and seconded by Pat Callebs to convene in closed session pursuant to VIRGINIA CODE SECTION 2-2-3711 (5) AND (A) (6) to discuss industries interest in locating or expanding in Washington County and to discuss and/or consider the investment of public Funds where competition and bargaining is involved relative to such industries.

The vote on the above-mentioned motion was as follows: (7-0-0)

Snodgrass	Aye	Roberts	Aye	Callebs	Aye
Woodward	Aye	Nelson	Aye	Hernandez	Aye
Hines	Aye				

The hand vote was unanimous.

Chairman Snodgrass asked the following persons to remain in closed session with the IDA Board members: IDA Counsel - Joe Lyle; Sam Kiser; and County Department of Economic Development & Community Relations - Christy Parker

Following the motion the Board convened in closed session, and following the closed session, a motion was made by Randy Woodward and seconded by Pat Callebs, to approve the following resolution,

> WHEREAS, the Industrial Development Authority of Washington County has convened in closed meeting on this date pursuant to an affirmative recorded vote and in accordance with the provisions of the Virginia Freedom of Information Act; and
>
> WHEREAS, Section 2.2-3712 of the Code of Virginia requires a certification by the Industrial Development Authority of Washington County that such closed meeting was conducted in conformity of Virginia law;
>
> NOW, THEREFORE, BE IT RESOLVED that the Industrial Development Authority of Washington County hereby certifies that, to the best of each member's knowledge, (i) only public business matters were discussed in the closed meeting to which this certification resolution applies, and (ii) only such public business matters as were identified in the motion of convening the closed meeting were heard, discussed or considered by the Industrial Development Authority of Washington County.

The vote on the above-mentioned motion was as follows: (7-0-0)

Snodgrass	Aye	Roberts	Aye	Callebs	Aye
Woodward	Aye	Nelson	Aye	Hernandez	Aye
Hines	Aye				

The hand vote was unanimous.

A motion was made by Randy Woodward and seconded by Mark Nelson to direct Legal Counsel to write a demand letter to Columbus McKinnon demanding payment of our money within 30 days to the Virginia Tobacco Commission. The vote on the above-mentioned motion was as follows: (7-0-0)

Snodgrass	Aye	Roberts	Aye	Callebs	Aye
Woodward	Aye	Nelson	Aye	Hernandez	Aye
Hines	Aye				

The hand vote was unanimous.

Fred Parker furnished Larry Hines with the detailed bills from Massey Electronic regarding the Washington County Sheriff's Public Safety Building.

BLUE RIDGE BEVERAGE

Chairman Snodgrass reported that Blue Ridge Beverage had submitted their sign to the IDA. It was a consensus of the Board to ask the Park Committee to meet to review the sign and proceed if the sign meets all the requirements.

PROSPECTIVE INDUSTRY – Christy Parker

It was the consensus of the Board to ask Saul Hernandez to serve on the Park Committee for this item since Mark Nelson had a conflict of interest.

ADJOURN

A motion was made by Mark Nelson and seconded by Saul Hernandez to adjourn the regular May board meeting. The meet was adjourned at 8:24 p.m. The vote on the above-mentioned motion was as follows: (7-0-0)

Snodgrass	Aye	Roberts	Aye	Callebs	Aye
Woodward	Aye	Nelson	Aye	Hernandez	Aye
Hines	Aye				

The hand vote was unanimous.