

JOINT INDUSTRIAL DEVELOPMENT AUTHORITY
Minutes of Meeting
June 26, 2014

The Joint Industrial Development Authority of Wythe County, Wytheville, and Rural Retreat held a regular meeting on Thursday, June 26, 2014, at 3:00 p.m. in the Council Room of the Wytheville Municipal Building at 150 East Monroe Street, Wytheville, Virginia.

MEMBERS PRESENT

Linda DiYorio, Chairman
Dana Pack
Jennifer Atwell

Tom Jones
David Kause

MEMBERS ABSENT

Foy Patton
William Dixon

EX-OFFICIO MEMBERS PRESENT

C. Wayne Sutherland, Jr., Wytheville Town Manager

EX-OFFICIO MEMBERS ABSENT

Michael S. James, Rural Retreat Town Manager
R. Cellell Dalton, Wythe County Administrator

DETERMINDATION OF QUORUM

Chairman DiYorio called the meeting to order and determined a quorum to be present. Chairman DiYorio offered the invocation and Mr. Jones led the Pledge of Allegiance.

CITIZENS' TIME

Chairman DiYorio welcomed Wayne Sutherland, Wytheville Town Manager, Trent Crewe, Mayor, Town of Wytheville, John Woods, Executive Director, Downtown Wytheville, Inc., and Karen Akers, Manager, Virginia Employment Commission to the meeting and asked if there was anyone present who would like to address the Board.

Mr. Woods, Executive Director for Downtown Wytheville, Inc., introduced himself and stated that he was looking forward to working with the Downtown Wytheville organization and hoped that the group would have a positive impact on all of the businesses in Wytheville. He added that he appreciated the assistance from Kimber Simmons, Joint IDA Associate Director, in getting the Downtown Wytheville organization operating. Mr. Woods mentioned that he looked forward to working with the Joint IDA Staff in the future. Chairman DiYorio welcomed and thanked Mr. Woods and added that the Joint IDA looked forward to working with him.

APPROVAL OF MINUTES—May 22, 2014

Chairman DiYorio asked if there were any corrections, additions, or questions regarding the minutes of the May 22, 2014, meeting and if there was a motion to approve the minutes as presented. There being none, Mr. Pack made a motion, seconded by Mr. Jones to approve the minutes as presented. With no further discussion, the motion passed unanimously.

APPROVAL OF INVOICES

Chairman DiYorio asked if there were any questions or discussion regarding the invoices for May 2014 and if there was a motion to approve the invoices as presented. Ms. Atwell asked what the check to T.C. Repair was for, Mr. Manley answered that it was for mowing at the Joint IDA office. Mr. Pack asked what the check to the Lutheran Parish was for, Mr. Manley stated it was for a memorial. Chairman DiYorio asked if there were any other questions and if there was a motion to approve the invoices. There being none, Mr. Pack made a motion, seconded by Mr. Jones, to approve the invoices for May 2014. With no further discussion, the motion passed unanimously.

**Joint IDA of Wythe County
Check Register
For the Period from May 1, 2014 through May 31, 2014**

Check #	Date	Payee	Amount
7117	6-26-14	David A. Kause	\$ 207.79
7118	6-26-14	Dana R. Pack	207.79
7119	6-26-14	Foy W. Patton	207.79
7120	6-26-14	Jennifer W. Atwell	207.79
7121	6-26-14	Linda DiYorio	207.79
7122	6-26-14	Tom Jones	207.79
7123	6-26-14	William M. Dixon	207.79
7124	6-26-14	Appalachian Power	151.74
7125	6-26-14	Alan Hawthorne	1080.00
7126	6-26-14	CenturyLink	143.94
7127	6-26-14	Chamber of Commerce	50.00
7128	6-26-14	United Lutheran Church	50.00
7129	6-26-14	Robert G. Moore	1100.00
7130	6-26-14	Smokey's Bar-B-Que	1075.00
7131	6-26-14	TC's Care and Repair	25.00
7132	6-26-14	Town of Wytheville	18,618.08
7133	6-26-14	Virginia Goodwin – Reimbursement	66.44
7134	6-26-14	Virginia Goodwin – Reimbursement	- 66.44
7135	6-26-14	VML Insurance Programs	2,210.00
7136	6-26-14	Wordsprint, Inc.	80.00
7137	6-26-14	Wytheville Office Supply	288.97
7138	6-26-14	Wytheville Golf Club	3,216.00
7139	6-26-14	Virginia Goodwin – Reimbursement	62.00
7140	6-26-14	Xerox	58.08
Total			\$ 29,663.34

OLD BUSINESS

2014 INDUSTRY APPRECIATION GOLF TOURNAMENT COMMITTEE REPORT

Chairman DiYorio reported on the 2014 Industry Appreciation Golf tournament. She mentioned that it was a successful tournament and that she believed that everyone had a good afternoon of golf and fellowship. She added that there should be some changes made for the reception festivities next year in that the Country Club not take over the reception functions. Chairman DiYorio thanked everyone for their hard work and assistance in making the tournament a success.

HABITAT FOR HUMANITY HOUSE UPDATE

Chairman DiYorio stated that the Joint IDA staff took care of getting the lawn mowed at the Habitat House. Mr. Manley gave a report on the status of the Habitat for Humanity house itself. He mentioned that the grass had been mowed and that he had inspected the house two weeks prior to the meeting and that it looked as though nothing had been removed from the house. Mr. Manley added that he did seek legal counsel with David Saliba and he found that Mr. VanAntwerp is still represented by legal counsel. Mr. Saliba suggested that the Joint IDA write a letter giving Mr. VanAntwerp ten days to remove his property. Mr. Manley stated that, upon Board approval, he would write a letter to Mr. VanAntwerp stating that if the items were not removed from the house within 10-days of receipt of the letter that the property inside the home would be seized by the Joint IDA and disposed of at their discretion. Chairman DiYorio asked if there was a motion to allow Mr. Manley to write a letter to the attorney of Mr. VanAntwerp asking him to clean out the Habitat House. Mr. Manley stated that VML insurance has extended liability insurance for the property free of charge for the year. Mr. Kause made a motion, seconded by Ms. Atwell, to allow Mr. Manley to send a letter to Mr. VanAntwerp stating that if the property was not removed within 10-days of receiving the letter the items would be seized by the Joint IDA and disposed of at their discretion. Joint IDA staff mentioned that the Joint IDA is now paying the electric bill for the house and that it was included in the invoices. Mr. Manley suggested that the electricity remain on until the house is empty. With no further discussion, the motion passed unanimously.

LOT 24 CLOSEOUT

Chairman DiYorio reported on the discussion regarding the completion of Lot 24. She stated that those attending the meeting were herself, Wythe County Administrator, Cellell Dalton, Wythe County Engineer, William Vaughan, Joint IDA Executive Director, David Manley, Dr. Alan Hawthorne, representatives from Branch Highways, Inc., and Steve Semones from Balzer and Associates. Chairman DiYorio explained that there were several items documented that needed to be completed and that Branch Highways was agreeable to the items. Mr. Manley mentioned that the engineer from Balzer and Associates will provide a Topographical Map, both a hard copy and electronic, that can be given to a potential prospect explaining information regarding Lot 24. He added that the map should be completed and delivered by August.

OTHER

Ivanhoe property – Chairman DiYorio reported that she had spoken with Cellell Dalton regarding the Ivanhoe property. She stated that the property will be folded in with another group of other properties owned by the county to be auctioned.

NEW BUSINESS

FY 2014-2015 BUDGET DISCUSSION

Chairman DiYorio stated that she has not heard from any of the jurisdictions on funding for the Joint IDA for the fiscal year 2014-2015. She mentioned that Crossroads Regional Industrial Facilities Authority had voted to not renew the management agreement with the Joint IDA and that the funding of \$50,000 for their management would not be available. She added that two years ago the Joint IDA was approached by Wythe County asking the Joint IDA to use their reserve funds, which was to be for one year. The arrangement was made to do that. However, last year the JIDA Board was asked to do the same thing, to spend down reserve funds, which they did. The County, once again, is asking that the Joint IDA spend down their reserves for the 2014-2015 fiscal year.

Mr. Sutherland, Wytheville Town Manager, noted that the JIDA, as of July 1, 2013, has funds in the amount of \$242,000, which is one-third of the yearly budget. He suggested that the Joint IDA move forward and then when funds are needed the jurisdictions can determine how to proceed.

Chairman DiYorio stated that she felt that the Joint IDA needed some type of reserve. Mr. Kause agreed with Chairman DiYorio that cutting the reserves down to ten percent is drastically low. Mr. Sutherland mentioned that the JIDA budget needs to be corrected to include the aCorridor funding for the Towns of Wytheville and Rural Retreat. Chairman DiYorio stated that the aCorridor funding had been added back to the Joint IDA budget.

Chairman DiYorio asked the Board if there were any further questions. Ms. Atwell stated that she thought the amount from the County was too low. Mr. Jones added that this situation is like any other, if you don't have reserve funds to cover expenses you cannot operate. Mr. Pack asked how much the reserve funds were. Chairman DiYorio stated that they are at approximately \$242,000. Mr. Manley added that if it would help the JIDA's annual budget is around \$310,000. Mr. Pack asked how much would be left if the Joint IDA spends down to ten percent. Chairman DiYorio stated it would be around \$24,200.

Chairman DiYorio asked if there was motion that the Joint IDA Board relay to the governing bodies the current proposed budget with the information regarding the reserve funds. Mr. Kause made a motion, seconded by Ms. Atwell, to present to the jurisdictions the current budget and explain that if the reserves were spent down to ten percent there would be not any direction to go after it is spent. Chairman DiYorio asked if there was any further discussion. Mr. Kause asked if \$100,000 was a third of the budget. Mr. Manley asked if they Board would start with the \$50,000 proposal or start with \$100,000. Mr. Kause stated that all could be used down to \$100,000 for reserves. Chairman DiYorio stated that the motion had been made and seconded and if there was any further discussion. There being none, the motion passed unanimously.

Mr. Manley stated that he would like to discuss the CRIFA proposal. The CRIFA Board met on June 25 to discuss the management agreement with the Joint IDA, among other things. There are two contingencies in place, one being that the Joint IDA manage CRIFA for the next year with instead of \$50,000, it being only \$1,000, since the amount of funding did not fit the needs of the organization. The second was to have Wythe County and Bland County serve as the fiscal agencies of the organization and the Joint IDA would no longer manage CRIFA. Mr. Manley suggested that he and Joint IDA staff did not feel that \$1,000 would be sufficient to fulfill the management of the organization and he suggested that the Joint IDA ask for a one percent management fee. He stated that the Board could choose to say thanks, but no thanks or they could accept the \$1,000 offer. Chairman DiYorio asked what would be required of staff. Virginia Goodwin, Administrative Assistance, stated that there are bank statements to balance, calling meetings, meeting minutes to type,

financial statements, audits if needed, and management of projects should they arise. Chairman DiYorio stated that the Joint IDA Board can accept the offer of \$1,000, go with a counter offer of one percent, or say no thanks and not be involved. Mr. Crewe and Mr. Sutherland spoke briefly on the CRIFA information regarding the \$1,000 management fee. Chairman DiYorio asked if there was a motion to accept the \$1,000 for the management agreement for CRIFA. Mr. Kause made a motion, seconded by Mr. Pack, to accept the \$1,000 management agreement fee and if there were a project who wanted to locate in Wytheville, Wythe County, or Bland County and monies needed to be received to fund a project the Joint IDA would receive additional funds to manage the project. Chairman DiYorio asked if there were any further questions or discussions regarding the motion. There being none, the motion passed unanimously.

NETWORK MAINTENANCE AGREEMENT— BOB KIRBY

Mr. Manley referred the Board to the office modernization progress list that was distributed to the Board. He stated that there have been several problems with the network in the Joint IDA office. Mr. Bob Kirby from the SREC, who is located in the JIDA office, is highly qualified in network and computer setups and maintenance. Mr. Manley added that in the past month Mr. Kirby has provided services to the Joint IDA free of charge and has resurrected some things in the system that were not being utilized and has fixed several problems. Mr. Manley mentioned that Mr. Kirby will be willing to do the network repair services for us for a fee on an as-needed basis. The Board agreed to allow Mr. Kirby to do so.

Mr. Manley reported that a new computer had been purchased for the Executive Director, Microsoft Word will be installed on all office computers, and QuickBooks has been purchased to update the accounting system beginning July 1. He added that the Facebook page had been started and that there is a noticeable difference in the visibility of the Joint IDA activities. Mr. Manley noted that the page had only been up for approximate three weeks and already had over 300 followers.

Mr. Manley stated that there has been some revamping of marketing materials, such as the Joint IDA letterhead and that he is looking to make some changes to the website to bring it up to date.

PROJECT UPDATES

Ms. Atwell made a motion to enter into a closed session as permitted by Section 2.2-3711(a)(5) of the Virginia Freedom of Information Act, Code of Virginia to discuss unannounced projects. The motion was seconded by Mr. Pack, and passed unanimously. Ms. Atwell made a motion, and Mr. Pack seconded, that the Joint Industrial Development Authority of Wythe County, Wytheville, and Rural Retreat certify that, in the closed meeting just concluded, nothing was discussed except the matter (1) specifically identified in the motion to convene in a closed meeting and (2) lawfully permitted to be so discussed under the provisions of the Virginia Freedom of Information Act cited in that motion. The motion was seconded by Mr. Kause, and passed.

CERTIFICATION OF CLOSED SESSION

WHEREAS, the Joint Industrial Development Authority of Wythe County, Wytheville and Rural Retreat has convened a 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 2.2-3711 of the Code of Virginia requires a certificate by the Joint Industrial Development Authority of Wythe County, Wytheville and Rural Retreat that such closed meeting was conducted in conformity with Virginia law;

NOW, THEREFORE, BE IT RESOLVED that the Joint Industrial Development Authority of Wythe County, Wytheville and Rural Retreat, hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed meeting to which this certificate resolution applies, and (ii) only such public business matters as were identified in the motion convening the closed meeting were heard, discussed or considered by the Joint Industrial Development Authority of Wythe County, Wytheville and Rural Retreat.

Motion was passed with the following roll call vote:

The following roll call vote was required after the motion for certification:

AYES: Linda DiYorio Tom Jones
 Dana Pack David Kause
 Jennifer Atwell

NAYS: None

ABSENT DURING MEETING: Foy Patton
 William Dixon

ABSENT DURING VOTE: Foy Patton
 William Dixon

OTHER

Resignations of William Dixon and Kimber Simmons – Chairman DiYorio stated that she regretted to report that Mr. Dixon had resigned his position as a Board member of the Joint IDA beginning June 30. She added that Kimber Simmons, Associate Director, has also taken position with the Workforce Investment Board and would begin July 1. Ms. Simmons was presented with the following resolution and a gift certificate to show the Boards appreciation for her services to the Joint IDA, Wythe County, Wytheville, and Rural Retreat.

A resolution honoring Kimberly Simmons

WHEREAS, Kimberly Simmons has worked for the Joint Industrial Development Authority since May, 2013

WHEREAS, she will be employed by the New River/Mount Rogers Workforce Investment Area Consortium Board beginning July 1 helping those with disabilities find work

WHEREAS, she has demonstrated ingenuity, drive, and professionalism in doing her job

WHEREAS, her work with a variety of programs and initiatives has assisted a number of businesses in our member jurisdictions

WHEREAS, she has forged lasting relationships between the JIDA and local industry

WHEREAS, her work in the vast expansion of the Enterprise Zones in Wythe County, Wytheville, and Rural Retreat has been exemplary, and

WHEREAS, Kimber Simmons has worked with a variety of partners productively to further the economy and quality of life in our area

BE IT THEREFORE RESOLVED, that on this, the 26th day of June, 2014, the Board of Directors of the Joint Industrial Development Authority acknowledges the diligent public service of Kimberly Simmons with sincere appreciation,

AND BE IT FURTHER RESOLVED, that the Board and Staff of the Joint Industrial Development Authority wish her success and happiness in future endeavors.

Linda DiYorio
Chairman

David Manley
Executive Director

Quarterly activities report – The Quarterly Activity Highlights Report for April through June of 2014 was distributed to the Board for their review. The report included both Mr. Manley and Ms. Simmons industries visits and contacts, projects and potential projects, meeting and community events attended, and training and professional development activities. An electronic copy of the report will be forwarded to the jurisdictional council and board members.

aCorridor meeting report – Chairman DiYorio reported on the aCorridor meeting held earlier in the day. She noted that John Smolak from Appalachian Power had taken several individuals to visit the Lot 24 site. Chairman DiYorio added that Tom Elliott, aCorridor Executive Director gave a report on the successful projects in the region and he stated that there were zero with 14 active which were not optimistic, but he did feel that there would be success with some of them.

Mayor Trent Crewe, Mayor, Town of Wytheville – Mayor Crewe spoke briefly to the Board regarding the Joint Governing bodies meeting that will be held on Monday, June 30. He informed the Board of the topics and information that would be discussed at the meeting. Ms. Atwell asked if there was a time limit as to when the Town of Wytheville would fill the vacancy of Mr. Dixon on the Board. Both Mayor Crewe and Mr. Sutherland, Wytheville Town Manager, stated that applications would need to be taken and they were not sure of the timeline.

IEDC (International Economic Development Council) Basic Economic Development Course – Mr. Manley, Joint IDA Executive Director, mentioned to the Board that there is an IEDC basic economic development course

seminar available for him to attend in Chapel Hill, NC from July 27 through July 31. He asked the Board if they agreed that he should attend the seminar. The Board agreed. Mr. Manley will register for the seminar.

Joint IDA Board Vice Chairman – Chairman DiYorio mentioned that with Mr. Dixon’s resignation the Board would need to elect a new Vice Chairman. Chairman DiYorio asked if there were any nominations for the position of Vice Chairman. Mr. Jones, seconded by Mr. Pack, nominated Mr. David Kause to fill the position of Vice Chairman of the Joint IDA Board. Chairman DiYorio asked if there were any other nominations. There being none, Mr. Kause was elected by acclamation.

ADJOURN

There being no other business, Chairman DiYorio adjourned the meeting at 4:30 p.m.

Linda DiYorio, Chairman

Attest:

Virginia M. Goodwin, Secretary