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BRUNSWICK COUNTY INDUSTRIAL DEVELOPMENT AUTHORITY

Board of Directors Meeting
100 Athletic Field Road
Brunswick County Conference Center
August 9, 2022 at 6:00 P.M.

IDA Board Meeting Minutes

The following Board Members were present:

Ms. Gloria Menyweather-Woods, Chair, Sturgeon District
Mr. Morris Taylor, Member, Vice-Chair, Red Oak District
Mr. Ray Thomas, Member, Secretary/Treasurer, At-Large
Mr. George Smith, Member, Totaro District
Mr. Quintin Kelly, Powellton District

Also present:

Mr. Michael Dotti, Executive Director
Ms. Tessie Bacon, IDA Attorney
Ms. Anne Williams, Ex-Officio Member, Town of Lawrenceville
Dr. Alfonzo R. Seward, Business Liaison, Brunswick County

The following were absent:

Mr. Will Ford, Member Meherrin District
Dr. Arthur Jarrett Jr., Member, At-Large
Ms. Alfreda Jarrett Reynolds, Economic Director, Brunswick County
Ms. Leslie Weddington, Brunswick County Administrator
Mayor Don Dugger, Ex-Officio Member, Town of Broadnax
Ms. Rebecca Spengler, Acting Mayor of Alberta

I. Call to Order

The Chair called the meeting to order at 6:00 p.m. The introduction of the new board member Mr. Quintin Kelly representing the Powellton District.

II. Invocation and Pledge of Allegiance

The Vice-Chair gave the Invocation and per the Chair's recommendation the Pledge of Allegiance was omitted due to change of meeting room location without an American flag.

III. Approval of Agenda

Motion: Ray Thomas moved, seconded by Mr. Morris Taylor to approve the Agenda with the following addition, adding section V (a) Committees and remove item C under Old Business. **Upon vote of those present the motion was unanimously carried.**

IV. Presentation by James Solomon Russell / Saint Paul's College Museum and Archives

Ms. Nastelle Graves, a Board Member of James Solomon Russell / St. Paul's Museum and Archives, presented the IDA Board of Directors with the newest addition to the ornament series. Ms. Graves shared the following history about the Tiger Mascot. *"All the men and women that matriculated over the years at St. Paul's College, who were determined to complete a goal, a dream, and a degree of education as a way of a better life. This majestic orange and black cat first graced the yearbook cover of the St. Paul's highly technical institute in 1949, from pervious titles throughout the years until 1948 was the Conqueror in which no reference of the school mascot was ever mentioned in the 1949 yearbook. Currently the Tiger and the institution's mascot, is considered the largest cat in the world, second to the lion. James Solomon Russell's vision and mission determination and strength are symbolized by the world's mightiest big cat. James Solomon Russell established the first education pathway in Brunswick County to educate the children and adults of freed slaves that flourished an expanded its reach to those seeking higher education through St. Paul's College, home of the SPC Tigers across the globe. St. Paul lives everywhere extended community, friends and family known to be true." "We are the tigers, the mighty, mighty tigers; Tiger Pride always and Forever".* Mrs. Graves stated that at the James Solomon Russell / St. Paul's College Museum and Archives, they're preserving the history in Brunswick County in its richness. She mentioned that Brunswick County has a lot of history dating all the way back before schools were even established and how it speaks to the people in a way no other can. Ms. Graves was very appreciative of the Board accepting the gifted ornaments and wished everyone a wonderful evening.

V. Directors Report / Project Updates

There have been multiple inquires in the last few weeks asking for available locations to start a business, requests from individuals seeking help with startup expenses as well. The IDA's process for business startup assistance begins with a business plan, budget and pro-forma. The IDA and Brunswick County EDA offers assistance with business planning through our MAP Program, along with our partner, The Metropolitan Business League that conducts classes and office hours every month at the Brunswick County Conference Center. The MBL offers assistance and classes for SWaM certification Business Plans, Marketing, and Quick Books. The MAP program provides a web and social media design class as part of the resurgence grant. You can also speak to St Paul's 4 Life, which offers business startup services on Main Street in Lawrenceville or call the IDA's office to make an appointment to discuss your business. The IDA, depends on Grant Money for project assistance services. We have strong relationships with the Brunswick County Economic Development Department the Towns of Alberta and Lawrenceville. We are working together to revitalize Brunswick County. The IDA's

current projects are in different stages of the process. The funding of these projects involves much of our staffs time, to include research email, document processing. The Rise N Shine Collaborative breakfast event keeps growing. Lavern Dillard, along with the County and the Town of Lawrenceville coordinates this event. Everyone is invited visit the IDA web site bcida.org for more information.

The JMG Beauty Supply Store's Grand Opening was held last Saturday, August 16th in which the IDA along with The County & Town participated in the Ribbon Cutting.

The Executive Director informed the Board that the 50,000 grant from DHCD to compensate for Asbestos recommendation and repairs at 139 Hicks Street, has been received. He also mentioned the IDA staff has completed the first part of FOIA Training. The FOIA officer position for the IDA remains empty and once all staff has completed the training a new officer will be assigned until then, he remains point of contact.

The Executive Director let the Board of Directors know the status of the VOF Grant (Parker Park) and we are waiting for prices to reduce on the Pavilion & Playground Equipment and he has been in contact with the Virginia Outdoor Foundation to insure our schedule lines up with the Grant Requirements. Phase I of the environment survey is completed and Phase II is in process. The cost of the environment survey was granted by the Brownfield & Voluntary Remediation Program, Ms. Reynolds and the Executive Director served on the advisory board to help determine site eligibility.

The Executive Director discussed the Ag project and let the Board know the Budget and timeline are in the packet for their review. He mentioned the anticipated costs of the Ag Project have increased and the IDA is working with Bank of Southside Virginia, First Citizens, Virginia Community Capital and others to consider financial options. He is also scheduling meetings with a coalition of farmers to discuss the timeline, everyone is eager to move forward in a financial way. The IDA wants to move forward with helping create a successful business, and this project can be a game changer for the farmers. The IDA, Old Dominion Farms and the Organic Farmers, have four years invested in this project and we are all committed to making farming profitable in Brunswick County.

The Executive Director thanked Mr. Morris Taylor for agreeing to participate in the Strategic Plan process, and that meetings will be scheduled for public input sessions, to get ideas and seek comments of the public. The Strategic Plan will move forward in October 2022.

The Executive Director stated the 2021 Audit results were received and all of our numbers checked out. The audit will be posted on the website after the Board has had time to review and comment. There were no issues and the only opportunities for improvement will be organization of accounting, processes and procedures. He also let the Board know of the Special Audit beginning at the end of Fiscal Year 2022 and 2023 as a result of the Federal Grant we received. This audit will look deeper into our financial reporting and will ensure that our accounting processes are up to speed, for receiving Federal and State these procedures are vital when so many projects are underway. The IDA along with Creedle, Jones and Associates will make sure the books are balanced and correctly reported.

The IDA has engaged Creedle, Jones and Associates to perform a direct examination of the Census Data reported to the Virginia Retirement System for the Brunswick County Industrial Development Authority during the fiscal year ending June 30, 2022. The objectives for this examination is to (1) obtain reasonable assurance about whether the Census Data reported to the Virginia Retirement System is free from material misstatements based on the requirements to be met by participants in the Virginia Retirement System and as defined by the Virginia Retirement System and the Board of Trustees' plan provisions which is mandated in the Code of Virginia Section 51.1-136; and (2) to express an opinion as to whether the census data reported to the Virginia Retirement System is presented, in all material respects, in accordance with the requirements to be met by participants in the Virginia Retirement System as defined by the Virginia Retirement System and the Board of Trustees' plan provisions as mandated in the Code of Virginia Section 51.1-136.

VI. Citizens Comments

(Citizens are allotted three (3) minutes to speak)

Ms. Anne Williams, member of the Lawrenceville Town Council stated her concern about the Microsoft footprint whether it is going to be split between Mecklenburg County and Brunswick County. She mentioned big corporations such as Amazon, Microsoft and Apple and how they started small and now are billion dollar corporations. Because these owners had visions and did something with it instead of sitting on their hands and doing nothing or waiting for somebody to give them a handout. Ms. Williams talked about 313 High Street, the community garden that started with nothing and received donations from Scott's, E.E. Vaughan, and Calhoun Mulch. We seek-out help from Citizens all over the County to help with this Lawrenceville project. The Community sees the vision of the Community Garden that and how it will help attract tourism. Ms. Williams, addressed the progress with The Planters Warehouse houses UTZ products. It has been there for almost two years and they donate used cardboard for the community garden. She wants to know, why we can't we have other business like UTZ? We now have Frito Lay and D.R. Horton American Builders has sign in Alberta about custom homes, Ms. Williams stated we need that type of development in Brunswick County. There are people from New York and Northern Virginia that are relocating to Brunswick County because the taxes and land is cheap. Ms. Williams wanted to know, why we don't have better homes for these people? Ms. Williams informed everyone that people are supposed to be working together. She also mentioned the Turntable Project and how Alberta has a beautiful Caboose and it's in mint condition. South Hill has a Caboose and how the Town of Lawrenceville Caboose is an abysmal situation and can sit there for two years.

VII. Approval of Minutes

Regularly Scheduled Meeting – July 12, 2022

Special Called Closed Meeting with Brunswick County Board IDA Board of Directors – July 27, 2022

Motion: Mr. Ray Thomas moved, seconded by Mr. George Smith to approve the July 12, 2022 regularly scheduled Board meeting and July 27, 2022 Special Called Closed Meeting.

Upon vote of those present the motion was unanimously carried.

VIII. Consent Agenda

- July 2022 Cash Register
- June 2022 Bank Reconciliations

Motion: Mr. Ray Thomas moved, seconded by Mr. George Smith to approve the Consent Agenda's for July 2022

Upon vote of those present the motion was unanimously carried.

IX. New Business

A. Xerox Contract

The Executive Director informed the Board that due to increased activity, the staff reached out to Xerox to discuss different rates. And with the new contract the IDA will possible save about \$500 to \$600 a quarter with the new lease being \$175 a month. The IDA is looking for ways to save money. This updated equipment will give option one to print from a cell phone and/or from home, repairs and ink will be included. The Xerox Company will be able to monitor the equipment and usage levels, ink levels and also to include troubleshoot repairs. The Director assured the Board that the IDA is looking at all areas of operations for savings ensure funding for our projects going forward.

X. Old Business

A. 85 North Update

The Executive Director mentioned the IDA had some issues with the THHM and the results of chorine affecting organic material, its affects happen over time, heat and usage and with the summer and COVID the SBCC had some issues. We were in compliance with the regulations. The IDA has received grants and worked with Lawrenceville, we have been able to secure enough funds for the repairs. The first set of bids were rejected, we are continuing to work on the second set of bids.

B. Audit

The Executive Director and the Board of Directors have received a copy of the Fiscal Year Audit. The Executive Director noticed the by-laws states the time period for an audit is 90 days from the end of the closing period. Which we have found to be impossible to do, the Executive Director will revisit adopting the By-laws and discuss adding more time on the audits, especially when doing the special audit it can get complicated.

XI. IDA Board of Directors Comments

The Chair thanked Mr. Morris Taylor for agreeing to serve on the Strategic Planning Committee, and Mr. Ray Thomas for letting her know of his situation. Ms. Menyweather-Woods is hoping that some of the other Directors will let her know before next the Strategic Planning Committee meeting if they have the ability to serve. Ms. Menyweather-Woods stated she is also a member of the James Solomon Russell / St. Paul's College Museum and Archives Boards of Directors and wants to thank the Board for the support that has been given to the museum it means a lot to help them get to where they are today. The Chair also mentioned tonight's meals are from The Clubhouse Grill and opened the floor for any other Director's comments. Mr. Thomas

stated “he would like to welcome Mr. Kelly and appreciated him agreeing to serve on the Board”. There will be no Chamber Meeting this month, next meeting is in September, in which, Brunswick Academy, Brunswick High School and Southside Virginia Community College all have been invited. This meeting will cover what’s new, what they’ve got planned and what personnel is in place if you want to attend. We are in the process of hiring a new Executive Director for the Chamber.

The Executive Director mentioned to the Board there is an article in the packet, about the Richmond Federal Reserve President, Tom Barkin, who met Don Bright, President of Merherrin River Forest Products and Franklin Myers, a Consultant with Gasburg Timber Corporation during a recent visit to Southern Virginia.

XII. Closed Session

MOTION TO CONVENE CLOSED MEETING

August 9, 2022

Mr. Ray Thomas moved that The Industrial Development Authority of Brunswick County Virginia convene in closed meeting to discuss the following:

As permitted by Virginia Code Section 2.2-3711(a) (3) a matter involving the disposition of publicly held real property. As permitted by Virginia Code Section 2.2-3711(a) (5), discussion concerning a prospective business or industry. As permitted by Virginia Code Section 2.2-3711(a) (7), another matter requiring the provision of legal advice by counsel Grant and Financials.

CERTIFICATION AFTER CLOSED SESSION

Motion by Mr. Ray Thomas that the Board certify that to the best of each Board member’s knowledge:

- (i) only public business matters lawfully exempted from the open session requirement by Virginia law were discussed in closed session to which this certification applies, and
- (ii) only such public business matters as were identified in the motion convening the closed session were heard, discussed or considered by the Board.

Roll Call Vote:

Voting Aye: Ms. Gloria Menyweather-Woods, Mr. Morris Taylor, Mr. Ray Thomas, and Mr. Quintin Kelly, Mr. George Smith

Voting Nay: None

Absent During Vote: Dr. Arthur Jarrett Jr., Member, At-Large, Mr. Will Ford, Merherrin District

Absent During Meeting: Dr. Arthur Jarrett Jr., Member, At-Large, Mr. Will Ford, Merherrin District

Motion: Mr. Ray Thomas moved and seconded by Mr. George Smith that the IDA Director move forward with counter offer for a request to purchase the SBA Communication Tower property.

Upon vote of those present the motion was unanimously carried.

Motion: Mr. Ray Thomas moved, seconded by Mr. Quintin Kelly that the IDA Board of Directors approve a resolution reviewed by the IDA Attorney Ms. Tessie Bacon) and signed by the IDA Chair.

Upon vote of those present the motion was unanimously carried.

Motion: Mr. Ray Thomas moved, seconded by Mr. Quinton Kelly that the IDA Chair write a letter of intent for the IDA's use of the Sledge and Barkley Building for submittal with the Industrial Revitalization Fund application

Upon vote of those present the motion was unanimously carried.

Motion: Mr. Ray Thomas moved, seconded by Mr. Quintin Kelly at the suggestion of the IDA attorney (Ms. Tessie bacon) to conduct a second individual vote for the approval of the Resolution and have the Chair sign, for IDA's use of the Sledge and Barkley building.

Upon a second roll call vote of those present the motion was unanimously carried.

XIII. Adjournment

Motion: Mr. Ray Thomas moved, seconded by Mr. George Smith that the meeting be adjourned.

Upon vote of those present the motion was unanimously carried.

The August 9, 2022, Board of Directors meeting of the Brunswick County Industrial Development Authority was adjourned at 7:42 p.m.