

VIRGINIA: AT THE REGULAR MEETING OF THE INDUSTRIAL DEVELOPMENT AUTHORITY OF DINWIDDIE COUNTY, VIRGINIA, HELD IN THE MEETING ROOM OF THE DINWIDDIE COUNTY AIRPORT BUILDING, 6775 BECK-CHAPPELL DRIVE, NORTH DINWIDDIE, VIRGINIA, ON JANUARY 27, 2020 AT 7:00 P.M.

PRESENT: JAMES VAN LANDINGHAM – CHAIRMAN
MICHELLE OLGERS – VICE CHAIRMAN *PARTICIPATED REMOTELY VIA TELEPHONE
ROBERT SPIERS – SECRETARY/TREASURER
WILLIAM JONES
MAXWELL WATKINS
SHARON YATES

ABSENT: WILLIAM A. KISSNER

ADMINISTRATION PRESENT: TAMMIE COLLINS, DEPUTY COUNTY ADMINISTRATOR OF PLANNING AND COMMUNITY DEVELOPMENT
MORGAN INGRAM, ECONOMIC DEVELOPMENT DIRECTOR
TYLER C. SOUTHALL, COUNTY ATTORNEY

1. CALL TO ORDER AND ROLL CALL

Mr. Van Landingham called the meeting to order at 7:00 P.M., and Mr. Southall called roll.

2. APPROVAL OF/AMENDMENTS TO AGENDA

Mr. Van Landingham asked if there needed to be any amendments to the agenda.

Mr. Southall noted that a resolution needed to be passed to adopt a policy to allow members to participate remotely. Ms. Olgers had requested permission to participate remotely this evening.

Upon motion by Ms. Yates to adopt the agenda, as amended, and a second by Mr. Spiers and upon the following vote, the agenda was adopted.

Ayes: Mr. Van Landingham, Mr. Spiers, Mr. Jones, Mr. Watkins, Ms. Yates

Nays: None

Absent: Mr. Kissner, Ms. Olgers

3. CONSIDERATION OF POLICY FOR REMOTE PARTICIPATION IN MEETING BY BOARD MEMBERS

Mr. Southall talked the Board through the resolution and the policy.

Upon motion by Mr. Spiers, and a second by Ms. Yates, the resolution for the Adoption of a Policy for Remote Participation in Meetings by Board Members was passed by the following vote.

Ayes: Mr. Van Landingham, Mr. Spiers, Mr. Jones, Mr. Watkins, Ms. Yates

Nays: None

Absent: Mr. Kissner, Ms. Olgers

RESOLUTION OF THE INDUSTRIAL DEVELOPMENT AUTHORITY OF DINWIDDIE
COUNTY, VIRGINIA FOR THE ADOPTION OF A POLICY FOR REMOTE PATRTICIPATION
IN MEETINGS BY BOARD MEMBERS

WHEREAS, the Board of the Industrial Development Authority of Dinwiddie County, Virginia (the "IDA Board") wishes to enact a policy, pursuant to Virginia Code Section 2.2-3708.2, governing remote participation in IDA Board meetings by IDA Board members (the "Policy"); and

NOW, THEREFORE, BE IT RESOLVED that the IDA Board does hereby adopt the Policy for Remote Participation presented as Exhibit A.

EXHIBIT A

INDUSTRIAL DEVELOPMENT AUTHORITY OF DINWIDDIE COUNTY, VIRGINIA POLICY
REGARDING ELECTRONIC PARTICIPATION IN MEETINGS FROM REMOTE LOCATIONS

Except as provided hereafter, the Board of the Industrial Development Authority of Dinwiddie County, Virginia (the "Board") does not conduct any meeting wherein the public business is discussed through telephonic, video, electronic, or other electronic communication means where the members are not physically assembled. This policy is applied strictly and uniformly, without exception, to the entire membership of the Board and without regard to the identity of the member requesting remote participation or the matters that will be considered or voted on at the meeting.

I. Definitions

"Electronic communication" means the use of technology having electrical, digital, magnetic, wireless, optical, electromagnetic, or similar capabilities to transmit or receive information.

"Meeting" means any gathering of three or more members of the Board, or a quorum of members if less than three, of any of its committees or advisory committees, at which public business is discussed.

II. Quorum Physically Assembled

A. The Board may conduct any meeting wherein the public business is discussed or transacted through electronic communication means if:

1) On or before the day of a meeting, a member of the Board notifies the Chair that the member is unable to attend the meeting:

a. due to a temporary or permanent disability or other medical condition that prevents the member's physical attendance; or

b. that the member is unable to attend the meeting due to a personal matter and identifies with specificity the nature of the personal matter; and

2) The Board approves the member's participation by a majority vote of the members present at the primary or central meeting location. Electronic participation by a Board member due to a

personal matter is limited to two meetings each calendar year. Electronic participation due to a temporary or permanent disability or other medical condition that prevents the member's physical attendance is not subject to the same limitation.

B. If participation by a Board member through electronic communication means is approved pursuant to subsection A above, the Board records in its minutes the remote location from which the member participated; however, the remote location need not be open to the public. If participation is approved due to a temporary or permanent disability or other medical condition, the Board also includes in its minutes the fact that the member participated through electronic communication means due to a temporary or permanent disability or other medical condition that prevented the member's physical attendance. If participation is approved due to a personal matter, the Board also includes in its minutes the specific nature of the personal matter cited by the member. If a Board member's participation from a remote location due to a personal matter is disapproved, such disapproval is recorded in the minutes with specificity.

C. A Board member may participate in a meeting by electronic means pursuant to subsections A and B above only when:

- 1) A quorum of the Board is physically assembled at one primary or central meeting location; and
- 2) The Board makes arrangements for the voice of the remote participant to be heard by all persons at the primary or central meeting location.

Upon motion of Mr. Spiers, seconded by Ms. Yates, the Board voted to allow Ms. Olgers to participate remotely in the meeting from the Hotel Roanoke in Roanoke, Virginia, where she was on personal business for work.

Ayes: Mr. Van Landingham, Mr. Spiers, Mr. Jones, Mr. Watkins, Ms. Yates

Nays: None

Absent: Mr. Kissner, Ms. Olgers

Ms. Collins called Ms. Olgers who participated remotely in the meeting.

4. ORGANIZATIONAL MEETING

A. Officer Nominations and Appointments

Ms. Yates was the Chairperson of the Nominating Committee. She told the Board that they had a slate of officers they wished to nominate. They wished to nominate Mr. Van Landingham for the position of Chairman, Ms. Olgers for the position of Vice Chairman, and Mr. Spiers for a second term as Secretary-Treasurer.

Upon motion by Mr. Watkins, and a second by Mr. Jones, the slate of officers was elected for the 2020 year by the following vote.

Ayes: Mr. Van Landingham, Ms. Olgers, Mr. Spiers, Mr. Jones, Mr. Watkins, Ms. Yates

Nays: None

Absent: Mr. Kissner

BE IT RESOLVED, by the Industrial Development Authority of Dinwiddie County, Virginia that James Van Landingham shall be appointed as the Chairman of the Industrial Development Authority of Dinwiddie County, Virginia for the year 2020, or until he or she resigns, is unable to hold office, or until a successor assumes office.

BE IT RESOLVED, by the Industrial Development Authority of Dinwiddie County, Virginia that Michelle Olgers shall be appointed as the Vice-Chairman of the Industrial Development Authority of Dinwiddie County, Virginia for the year 2020, or until he or she resigns, is unable to hold office, or until a successor assumes office.

BE IT RESOLVED, by the Industrial Development Authority of Dinwiddie County, Virginia that Robert Spiers shall be appointed as the Secretary/Treasurer of the Industrial Development Authority of Dinwiddie County, Virginia for the year 2020, or until he or she resigns, is unable to hold office, or until a successor assumes office.

B. Adoption of IDA Meeting Schedule for 2020

Mr. Van Landingham asked the Board to look at the meeting schedule for 2020. It was noted the May 18th meeting had been moved up a week because of Memorial Day. Mr. Van Landingham asked for any other changes and there were none.

Upon motion by Mr. Jones, seconded by Ms. Yates, the meeting schedule for the IDA for 2020 was adopted by the following vote.

Ayes: Mr. Van Landingham, Ms. Olgers, Mr. Spiers, Mr. Jones, Mr. Watkins, Ms. Yates

Nays: None

Absent: Mr. Kissner

Resolution

of the INDUSTRIAL DEVELOPMENT AUTHORITY of DINWIDDIE COUNTY, VIRGINIA ORGANIZATIONAL MEETING OF THE INDUSTRIAL DEVELOPMENT AUTHORITY SCHEDULE OF MEETINGS AND DATES FOR 2020

WHEREAS, the Industrial Development Authority of Dinwiddie County, Virginia is required by its Bylaws to adopt a regular meeting schedule,

NOW THEREFORE BE IT RESOLVED by the Industrial Development Authority of Dinwiddie County, Virginia, that the following rules shall apply for the year 2020:

1. Regular Meetings of the Industrial Development Authority shall be held as shown on the attached 2020 calendar, in the Dinwiddie County Airport Conference Room, 6775 Beck-Chappell Drive, North Dinwiddie, Virginia, and shall begin at 7:00 p.m. unless otherwise noted.

- 2. Should it be necessary to cancel a regular and/or an advertised Industrial Development Authority meeting due to weather or other conditions, the meeting shall be continued for 7 days to the same time and place.

Regular meeting dates are as follows:

January 27, 2020
 March 23, 2020
 May 18, 2020
 July 27, 2020
 September 28, 2020
 November 23, 2020

JANUARY						
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FEBRUARY						
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DECEMBER						
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**COUNTY OF
DINWIDDIE**

**INDUSTRIAL
DEVELOPMENT
AUTHORITY**

2020

**SCHEDULE OF
PUBLIC MEETINGS**

Unless otherwise noticed:

REGULAR MEETINGS, shown in **red**, are held on the **FOURTH MONDAY** of every month, at **7:00 PM** with the exception of May due to the Memorial Day Holiday.

LOCATION:
 CONFERENCE MEETING ROOM
 Dinwiddie County Airport
 6775 Becke-Clayton Drive
 North Dinwiddie, Virginia 23063

If a regular or advertised meeting is cancelled due to weather or other conditions, it shall be continued for 7 days to the same time and place.

Mailing address:
 P. O. Drawer 70
 Dinwiddie, Virginia 23041
 Telephone: (804) 469-4800

Note:
 The ORGANIZATIONAL MEETING for 2020 will be held on January 25, 2021 at 7:00 p.m.

C. Resolution Regarding Bank Accounts

Mr. Southall noted the need for the Resolution regarding Bank Accounts as the officers had changed.

Upon motion by Mr. Spiers, and a second by Mr. Jones, the following Resolution regarding Bank Accounts was passed by the following vote.

Ayes: Mr. Van Landingham, Ms. Olgers, Mr. Spiers, Mr. Jones, Mr. Watkins, Ms. Yates
Nays: None
Absent: Mr. Kissner

Resolution

**of the INDUSTRIAL DEVELOPMENT AUTHORITY
of DINWIDDIE COUNTY, VIRGINIA
REGARDING BANK ACCOUNTS OF THE INDUSTRIAL DEVELOPMENT AUTHORITY HELD
AT THE BANK OF SOUTHSIDE VIRGINIA AND TOUCHSTONE BANKS**

BE IT RESOLVED by the Industrial Development Authority of Dinwiddie County, Virginia (the "IDA") that any accounts of the IDA held at the Bank of Southside Virginia or Touchstone Bank be revised to reflect that the following IDA members are hereby authorized to sign for withdrawals: James Van Landingham, Chairman, Michelle Olgers, Vice Chairman and Robert Spiers, Secretary/Treasurer – any two of the three being required;

BE IT FURTHER RESOLVED by the IDA that any other signatories currently on record at the Bank of Southside Virginia and Touchstone Bank shall be removed and shall no longer be authorized to make withdrawals.

D. Bylaws

Mr. Southall noted that every year the Board is given a copy of the Bylaws to look over. He asked if any changes needed to be made. None were believed to be needed.

5. APPROVAL OF MINUTES

Mr. Van Landingham asked to move on to the minutes from the November 25, 2019 Regular Meeting. He asked if any additions or changes were needed. None were needed.

Upon motion by Mr. Watkins, and a second by Ms. Yates, the minutes for the November 25, 2019 meeting were approved as presented by the following vote.

Ayes: Mr. Van Landingham, Mr. Spiers, Mr. Watkins, Ms. Yates
Nays: None
Absent: Mr. Kissner
Abstain: Ms. Olgers, Mr. Jones

Mr. Van Landingham asked about the minutes from the January 8, 2020 Nominating Committee Meeting. He asked if any additions or changes were needed. None were needed.

Upon motion by Ms. Yates, the minutes for the January 8, 2020 meeting were approved by the following vote.

Ayes: Mr. Van Landingham, Ms. Yates
Nays: None
Absent: Mr. Kissner
Abstain: Ms. Olgers, Mr. Spiers, Mr. Jones, Mr. Watkins

6. TREASURER'S REPORT

Mr. Spiers started the Treasurer's report, as of January 22, 2020 by noting that the IDA had started with a balance of \$213,720.63, and there were several transactions. This left the IDA a balance of \$317,522.75. Mr. Spiers stated that the Touchstone CD had an interest payment of \$269.69 bringing the balance to \$67,887.11. Mr. Spiers went on to state that the second Touchstone CD had balance to \$103,561.42. The total IDA funds are \$528,621.47. The balance in the Aldi account was \$39,660.19. There was some discussion about deposits made and whether they would be in the marketing or general use balance.

Upon motion of Mr. Watkins, and a second by Ms. Yates, the Treasurer's Report as of January 22, 2020, was adopted as amended.

Ayes: Mr. Van Landingham, Ms. Olgers, Mr. Spiers, Mr. Watkins, Ms. Yates
Nays: None
Absent: Mr. Kissner
Abstain: Mr. Jones

No citizens were present to comment.

7. CLOSED SESSION

Mr. Van Landingham asked Mr. Southall to take the Board into closed session. Mr. Southall noted a need to go into closed session under:

§2.2-3711 (A) (5) Business and Industry

- Discussion concerning prospective business or industries or the expansion of existing business or industries where no previous announcements have been made of the business' or industries' interest in locating or expanding in the county: Economic Development prospects update.

Upon motion of Ms. Yates, and a second by Mr. Jones, the Board voted to go into Closed Session at 7:34 P.M.

Ayes: Mr. Van Landingham, Ms. Olgers, Mr. Spiers, Mr. Jones, Mr. Watkins, Ms. Yates
Nays: None
Absent: Mr. Kissner

At 8:13 P.M., Mr. Southall noted a need for a motion to reconvene into Open Session.

Upon motion of Mr. Watkins, and a second by Ms. Yates, the board unanimously voted to approve reconvening into Open Session at 8:13 P.M.

Ayes: Mr. Van Landingham, Ms. Olgers, Mr. Spiers, Mr. Jones, Mr. Watkins, Ms. Yates
Nays: None
Absent: Mr. Kissner

CERTIFICATION

Mr. Southall read the Certification Resolution and upon motion by Mr. Spiers, seconded by Mr. Jones, the following Certification Resolution was adopted:

Ayes: Mr. Van Landingham, Ms. Olgers, Mr. Spiers, Mr. Jones, Mr. Watkins, Ms. Yates
Nays: None
Absent: Mr. Kissner

§2.2-3711 (A) (5) Business and Industry

- Discussion concerning prospective business or industries or the expansion of existing business or industries where no previous announcements have been made of the business' or industries' interest in locating or expanding in the county: Economic Development prospects update.

AND WHEREAS, no member has made a statement that there was a departure from the lawful purpose of such closed meeting or that matters other than those identified in the motion were discussed,

NOW BE IT CERTIFIED, that only those matters as were identified in the motion were heard, discussed or considered in the closed meeting.

8. OLD/NEW BUSINESS

A. Retail Development Marketing

Ms. Collins told the Board that staff would like to enter into a contract with a retail consultant that would help the County bring in more retail businesses. An RFP would be issued out through the County's normal procurement procedures and the best candidate selected. It would be a six-month contract and not to exceed \$15,000. There was discussion about what the consultant would do and what the RFP process looks like.

Upon motion by Ms. Yates, and a second by Mr. Spiers, the following resolution was passed by the following vote.

Ayes: Mr. Van Landingham, Ms. Olgers, Mr. Spiers, Mr. Jones, Mr. Watkins, Ms. Yates
Nays: None
Absent: Mr. Kissner

The IDA Board hereby authorizes Morgan Ingram to publish an RFP for retail consulting services and choose the best proposal and negotiate the terms of the contract.

The IDA Board further authorizes the IDA Chair to execute an agreement not to exceed \$15,000 for a retail consulting agreement, the duration of which shall be at least six months, in a form approved by the IDA Counsel.

B. Marketing Expenditures

Ms. Collins reminded the Board that she had stated to them previously that the Economic Development and Tourism websites would soon need to be updated. She passed out a written proposal and went through some of it. She stated that it was a proposal and no action on it was required at this time.

9. INDUSTRIAL DEVELOPMENT AUTHORITY BOARD MEMBER COMMENTS

Mr. Van Landingham commented on Mr. Lyle's resignation and read it for the Board. It was decided to make a resolution to honor Mr. Lyle at their March meeting.

Mr. Van Landingham started a discussion on current legislation about Virginia's right to work laws and how that would affect economic development.

Mr. Jones stated he was looking forward to working with the Board in the future.

10. DEPUTY COUNTY ADMINISTRATOR OF PLANNING AND ECONOMIC DEVELOPMENT COMMENTS

Ms. Collins had no further comments

11. ADJOURNMENT

Mr. Van Landingham asked if there was any further business, and there was none. Upon motion by Mr. Watkins, and a second by Ms. Yates, the meeting was adjourned at 9:02 P.M.

Ayes: Mr. Van Landingham, Ms. Olgers, Mr. Spiers, Mr. Jones, Mr. Watkins, Ms. Yates

Nays: None

Absent: Mr. Kissner