

AT A REGULAR MEETING OF THE INDUSTRIAL DEVELOPMENT AUTHORITY OF THE COUNTY OF JAMES CITY, VIRGINIA, IN THE COUNTY GOVERNMENT CENTER BOARD ROOM AT 3:30 P.M. ON THE TWENTY-FIFTH DAY OF FEBRUARY, NINETEEN HUNDRED AND EIGHTY-TWO.

1. ROLL CALL

Mr. Paul Dresser, Chairman
Ms. Diane Abdelnour
Mr. Kenneth Axtell
Mr. John Barnett
Mr. C. Hammond Branch
Mr. Harold N. Poulsen
Mr. John Zimmerman

OTHERS:

Mr. Henry H. Stephens, Secretary
Mr. Frank M. Morton, III, County Attorney
Mr. Daniel R. Lynn, Jr., Assistant to County Administrator

2. MINUTES

Upon a motion by Mr. Branch, seconded by Mr. Poulsen, the minutes of the December 11, 1981 meeting were accepted as presented.

3. CASE NO. IRB-1-82. McMILLER CORPORATION
Alvin Anderson (Life Care Facility for the Aged)

Mr. Alvin Anderson, applicant's attorney, spoke on behalf of the McMiller Corporation. Mr. Anderson cited Section 15.1-1375 of the 1950 Code of Virginia, in reference to the type of facility his client is proposing. He then introduced Mr. Allen O. Jones, Senior Vice President, Hereth, Orr & Jones, Inc., the Managing Underwriter of Atlanta, Georgia.

Mr. Allen O. Jones discussed the history of retirement centers. He explained the meaning of life care as entering into a contract to provide continuing services to an individual throughout the rest of his life, including for a full life care contract and health care services. He also stated that the operator/owner of the facility would be College Creek of Williamsburg, Inc., a non-profit corporation.

Mr. Jones introduced the financing team for the project as follows:

DEVELOPER

Forest C. Miller and W. Cullen McBride
Williamsburg, VA

DEVELOPER & FOUNDATION COUNSEL

Alvin P. Anderson
Anderson, Anderson & Emmett
Williamsburg, VA

Ms. Mary Ellen O'Mara
Hutchins & Wheeler
Boston, MA

FINANCIAL CONSULTANT

Joseph Dionisio
Price Waterhouse & Co.
Pittsburgh, PA

John West
Price Waterhouse & Co.
Pittsburgh, PA

ARCHITECT

Mihai Marcu
IKM-Schmidt, Garden & Erikson
Pittsburgh, PA

MARKET POTENTIAL STUDY

Peter C. Krieg, Vice President
Yankelovich, Skelly & White, Inc.
Stamford, CT

BOND COUNSEL

Peter M. Wright
Jones, Bird & Howell
Atlanta, GA

UNDERWRITER'S COUNSEL

Richard G. Woodward
Phillip A. Theodore
Brock Perry
King & Spalding
Atlanta, GA

SPECIAL COUNSEL TO THE UNDERWRITER

Alan G. Fleischer, Esquire
Hirschler, Fleischer, Weinberg, Cox & Allen
Richmond, VA

Mr. Jones went on to state that the project is 270 units of residential living facilities with a nursing care facility to be designed into the facility, located on a portion of 136 acre tract adjacent to College Creek. He also discussed the nursing care liability fund. This fund would come out of the restricted cash flow of the excess cash of non-profit funds. He also stated that this was a financially sound project.

Mr. Dresser asked Mr. Morton if he had any comments on either case.

Mr. Morton stated that he had none.

Mr. Stephens commented that the site would require rezoning; that utilities were an issue; and that the property was not tax exempt as stated in the memorandum from Real Estate Assessments.

Mr. Poulsen questioned the working capital.

Mr. Stephens stated that it would be called a contingency.

Mr. Dresser stated that this project seemed like a money-making machine when only approximately 50% of the total proceeds go into fixed assets.

Mr. Jones stated that the balance would be going to debt service.

Mr. Anderson stated that the bonds would be used to finance that portion of the land that the non-profit corporation will use.

Mr. Barnett questioned the impact study on the noise from the airport.

Mr. Anderson stated that no study had been completed but that the flight pattern would not go over the project.

Mrs. Abdelnour questioned the entrance fees and monthly maintenance fees.

Mr. Jones replied by stating that as long as someone else comes in and pays the \$65,000, the individual receives the money back that he put in. He also stated that the monthly maintenance fee ranges from \$800-\$900 a month with meals and maid service included.

Mr. Dresser questioned the acceptance of other life care facilities.

Mr. Jones stated that the life care facility market was good.

Mr. Poulsen stated that he would like to see the project approved by medicare.

Mr. Axtell moved to approve the resolution for revenue bond financing for Case No. IRB-1-82, seconded by Mr. Zimmerman.

Mr. Dresser called for a roll call vote.

Mr. Axtell	yes
Mr. Barnett	no
Ms. Abdelnour	no
Mr. Branch	yes
Mr. Poulsen	yes
Mr. Zimmerman	yes
Mr. Dresser	yes

Motion carried 5-2.

Mr. Peter Wright, bond counsel, okayed the issuance of revenue bond financing.

4. CASE NO. IRB-2-82. LA&G CORPORATION
Joseph Abdelnour (Motel and Restaurant)

Mrs. Abdelnour explained that she was going to abstain from the vote and left the meeting.

Mr. Steve Harris , on behalf of Mr. Abdelnour, spoke in support of the case, representing Mr. Galanos.

Mr. Dresser asked whether the bond financing would be for renovating the existing facility.

Mr. Harris stated that it would not.

Mr. Stephens stated that the property is zoned A-1 and that the staff has received plans for a site consisting of 44 units, which has received preliminary approval.

Mr. Poulsen questioned the revenue projections.

Mr. Stephens replied that there were no revenue projections but instead estimated operating expenses.

Mr. Poulsen asked the applicant if revenue bond financing was denied to him, would he proceed with his project.

Mr. Galanos replied that he would proceed with his project.

Mr. Poulsen moved to deny the resolution, there was no second on the motion.

Mr. Zimmerman stated that there was not sufficient information to approve the resolution.

Mr. Branch moved to approve the resolution of inducement, seconded by Mr. Poulsen.

Mr. Dresser stressed that if voted yes, it was to approve the resolution of inducement.

Mr. Dresser called for a roll call vote after a brief discussion.

Mr. Axtell	no
Mr. Barnett	no
Mr. Branch	no
Mr. Poulsen	no
Mr. Zimmerman	no
Mr. Dresser	no

Motion failed 6-0.

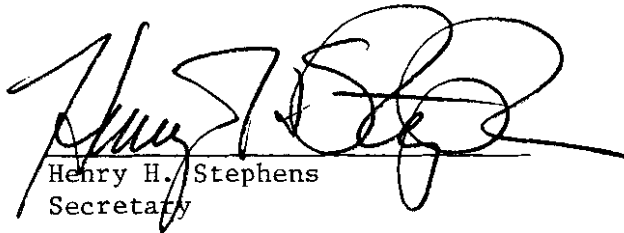
5. STATUS REPORT

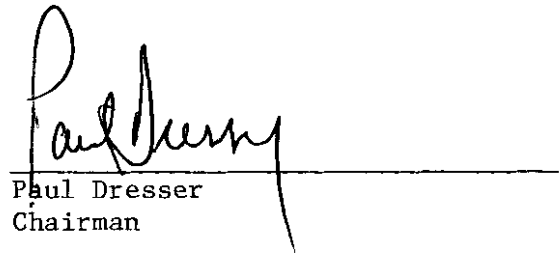
- A. IDA Audit exemption
- B. National Legislation

Mr. Stephens presented the status reports.

6. ADJOURNMENT

The meeting adjourned at 5:20 P.M.


Henry H. Stephens
Secretary


Paul Dresser
Chairman