

WORK SESSION MINUTES

**ECONOMIC DEVELOPMENT AUTHORITY (EDA)
OF JAMES CITY COUNTY (JCC)
BUILDING C CONFERENCE ROOM, 101 MOUNTS BAY ROAD
3:00 PM, TUESDAY, FEBRUARY 20, 2006**

1. CALL TO ORDER

The meeting was called to order by Chairman Rinaldi at 3:04 PM.

2. ROLL CALL

A roll call identified the following members present:

Mr. Vincent A. Campana, Jr.
Mr. Brien Craft
Mr. Douglas M. Gebhardt
Ms. Virginia B. Hartmann
Mr. Mark G. Rinaldi
Mr. Thomas G. Tingle
Mr. Marshall Warner

Also Present:

Ms. Jennifer Barker, James City County Technology Incubator (JCCTI) Client Relations
Manager
Mr. Richard Bottone, Virginia United Methodist Homes (VUMH) Building and Construction
Mr. M. Anderson Bradshaw, Board of Supervisors (BOS) Liaison to the EDA
Mr. Timothy J. Early, JCCTI Director
Ms. Liz Elder, Secretary to the BOS, Acting EDA Recording Secretary
Mr. Chris Henderson, VUMH CEO
Mr. Jeremy Keeler, EDA Fiscal Agent
Mr. Gale King, Decision Help, LLC
Mr. Steve Johnson, Troutman Sanders, EDA Bond Counsel
Mr. Tony Rennier, Blacksmith Technologies
Mr. Doug Powell, Community Services Manager
Mr. David Richardson, McGuire Woods, VUMH Bond Counsel
Mr. Keith A. Taylor, Economic Development Director, EDA Secretary
Mr. Steven T. Yavorsky, JCC Asst. Economic Development Director, Asst. EDA Secretary

3. ACTION ITEMS

a. VUMH Bond Approval Resolution

Mr. Johnson stated he had reviewed all documents and that they were in order. He then introduced Mr. Richardson.

Mr. Richardson explained the final resolution for the VUMH Revenue Bond. The sale of the \$130 million in bonds is expected within 60 days, and all transactions will close in early spring.

Mr. Campana made a motion to approve the final resolution, which was seconded by Mr. Craft and approved by the following roll call vote:

Mr. Campana	Aye
Mr. Craft	Aye
Ms. Hartmann	Aye
Mr. Rinaldi	Aye
Mr. Tingle	Aye
Mr. Warner	Aye.

b. James River Enterprise Zone Grant Request

Mr. Powell gave a brief background of the Enterprise Zone program, reviewed his memo regarding paying Enterprise Zone benefits, handed out an updated spreadsheet and answered questions. Ms. Hartmann moved that the EDA pay the grant amounts to the companies indicated in Mr. Powell's memo:

Wal-Mart I in the amount of \$269,325 for years two, three and four
Wal-Mart II in the amount of \$251,008.47 for years two, three and four
Wal-Mart III in the amount of \$156,717 for year one
Keystone Auto in the amount of \$22,680 for years one and two
Coresix in the amount of \$13,941 for year one.

The motion was seconded by Mr. Tingle and passed unanimously, with Mr. Craft abstaining.

4. PRESENTATION

a. Mr. Early presented the JCCTI report, including a review of the financial statement and an update on current Incubator clients. Following a brief discussion, Mr. Early introduced Incubator clients Mr. Rennier and Mr. King.

Mr. King, explained that Decision Help is developing a series of computer programs to assist companies and institutions with their decision-making processes.

Mr. Rennie gave a brief overview of his company, Blacksmith Technologies, Inc., which provides on-demand data visualization products and services

5. **DISCUSSION ITEMS**

a. Director's Interest for 2007

Mr. Rinaldi explained why he asked for Directors to share their interests for the coming year. Discussion and clarification followed. The general consensus was not to wait for results from the BCTF to decide on issues the EDA will address in 2007, but at the same time to be mindful of tasks that may come from the BCTF report.

Mr. Taylor asked that interests and topics for Work Sessions be shared with Staff so that arrangements for speakers, etc. can be made in advance.

b. January 23 Joint EDA/BOS Work Session Feedback

Mr. Rinaldi stated that the notes from the Joint Work Session circulated to the Directors were not directives from the BOS. If the EDA has questions about the direction the BOS wants it to take, a memo to the Board would be in order. Two directives seemed to be involvement in the County Comprehensive Plan and non residential use of rural lands.

Mr. Bradshaw shared his perception that the BOS unanimously made the suggestion that the EDA look in to Rural Economic Development (using the definition the State uses for rural economic development, which is non-residential uses of rural lands) including Agri-business, Eco-business and Eco-tourism, keeping an eye on workforce development and retail issues, especially coordination of resources.

Mr. Taylor asked the status of further recommendations from the BOS regarding the recent rural land Study. Mr. Bradshaw stated that there would be suggested uses coming forth, but the perspective the Board was asking the EDA to look in to would be much larger than that. For example, not what uses would become permitted and which would be special use permits, but also how to assist agri-businesses with meeting State regulations through cooperatives or the like. The goal would be not just to define permitting of business use of rural land, but to find ways to make agri-business on a small scale successful in rural lands; not just what but how.

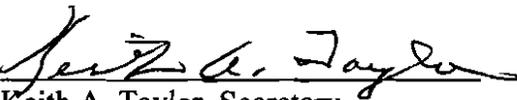
Mr. Bradshaw also stated the EDA will be addressing the Regional Air Service Development Fund. As an outgrowth of the Newport News Mayor's Blue Ribbon Commission on the Williamsburg Newport News Regional Airport, a task force with its main responsibility being to raise funds, principally through businesses. It has not been as successful as hoped, and a new initiative through the Newport News Industrial Development Authority is forthcoming.

Mr. Rinaldi asked that Directors communicate electronically on ideas so plans for discussion and action can be formulated. Mr. Yavorsky will arrange a meeting with Mr. Don Davis, who is coordinating the County's Comprehensive Plan, and Mr. Gebhardt. Mr. Gebhardt will report on his discussion with Mr. Davis at the EDA's next meeting, including a time frame for EDA input on the Plan.

12. **ADOURNMENT**

There being no further business, Chairman Rinaldi entertained a motion by Ms. Hartmann to adjourn. The motion was approved by unanimous voice vote, and the meeting adjourned at 5:24 PM.


Mark G. Rinaldi, Chairman


Keith A. Taylor, Secretary

MEMORANDUM

Date: February 20, 2007

To: Keith Taylor, Director of Economic Development

From: Doug Powell, Manager of Community Services

Subject: Approval for Economic Development Authority Grants – Enterprise Zone

In accordance with the Enterprise Zone program, I have received requests from three companies that qualify for the Economic Development Authority (EDA) Grant. As you recall, companies that make a capital investment of \$1 million or qualify for the EDA Grant. The EDA Grant is a five year declining grant based on the assessed value of improvements as follows:

Year 1	0.45%
Year 2	0.36%
Year 3	0.27%
Year 4	0.18%
Year 5	0.09%

Please find attached a spreadsheet that shows how the value of these incentives were calculated. I request that the EDA approve EDA grants as follows:

Wal Mart I in the amount of \$269,325 for years 2, 3 and 4
Wal Mart II in the amount of \$251,008.47 for years 2, 3, and 4
Wal Mart III in the amount of \$156,717 for Year 1
Landmark in the amount of \$22,680 for years 1 and 2
Coresix in the amount of \$13,941 for year 1

The total amount of these incentives equal \$713,671.47. The County allocates funds for these incentives during the annual budget process, and therefore sufficient funds are available.

ECONOMIC DEVELOPMENT AUTHORITY GRANTS
ENTERPRISE ZONE

Company	Assessed Value of Improvements	Previous Payments	FY 05	FY 06	FY 07	Total FY 05-07
Wal Mart I	\$ 33,250,000.00	\$ 149,625.00	\$ 119,700.00	\$ 89,775.00	\$ 59,850.00	\$ 269,325.00
Wal Mart II	\$ 30,988,700.00	\$ 139,449.15	\$ 111,559.32	\$ 83,669.49	\$ 55,779.66	\$ 251,008.47
Wal Mart III	\$ 34,826,000.00				\$ 156,717.00	\$ 156,717.00
Landmark	\$ 2,800,000.00			\$ 12,600.00	\$ 10,080.00	\$ 22,680.00
Coresix	\$ 3,098,000.00				\$ 13,941.00	\$ 13,941.00
TOTAL			\$ 231,259.32	\$ 186,044.49	\$ 296,367.66	\$ 713,671.47

11:09 AM

07/11/07

Accrual Basis

Hampton Roads Technology Council Profit & Loss by Class

July 2006 through June 2007

	HRTC	HTI	JCC	Mod Sim World	NASST	Opportunity Fund	Unclassified	TOTAL
Income								
42000 · In Kind Contributions								
42000-A · CIT-Early-Monthly (83000-A)	33,519.38	80,250.16	29,350.20	6,114.60	7,337.52	0.00	0.00	156,571.86
42000-B · CIT- W&M TBC-Monthly (83000-B)	0.00	36,000.00	36,000.00	0.00	11,000.00	0.00	0.00	83,000.00
42000-C · HRTC-Membership-Annual(83000-C)	0.00	4,900.00	2,100.00	0.00	0.00	0.00	0.00	7,000.00
42000-D · HRTC-Sponsorshp-Annual(83000-D)	0.00	10,620.00	10,620.00	0.00	0.00	0.00	0.00	21,240.00
42000-E · OST - Monthly (83000-E)	63,083.34	30,897.96	15,449.04	7,724.52	38,622.48	0.00	0.00	155,777.34
42000-F · W&M TBC-Monthly (83000-F)	0.00	9,999.96	9,999.96	0.00	0.00	0.00	0.00	19,999.92
42000-G · In-Kind Services	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
42000 · In Kind Contributions - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 42000 · In Kind Contributions	96,602.72	172,668.08	103,519.20	13,839.12	56,960.00	0.00	0.00	443,589.12
43000 · Client Fees								
43000-A · Client Support	0.00	24,803.00	12,596.77	0.00	0.00	0.00	0.00	37,399.77
43000-B · Rent Income	0.00	153,115.86	6,267.75	0.00	0.00	0.00	0.00	159,383.61
43000-C · Copier Charges	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
43000 · Client Fees - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 43000 · Client Fees	0.00	177,918.86	18,864.52	0.00	0.00	0.00	0.00	196,783.38
43500 · Grants, State	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
44000 · Cities Support								
44000-A · Hampton City Support (July)	0.00	185,000.00	0.00	0.00	0.00	0.00	0.00	185,000.00
44000-B · JCC Support (April)	0.00	0.00	55,999.98	0.00	0.00	0.00	0.00	55,999.98
44000-C · JCC Rent In-Kind-Mnly (80100-B)	0.00	0.00	32,264.52	0.00	0.00	0.00	0.00	32,264.52
44000 · Cities Support - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 44000 · Cities Support	0.00	185,000.00	88,264.50	0.00	0.00	0.00	0.00	273,264.50
45000 · Inter Company-Income								
45000-A · Rent - Mnly-1st (86000-A)	0.00	5,299.74	0.00	0.00	0.00	0.00	0.00	5,299.74
45000-B · Client Fees-Mnly-1st (86000-B)	0.00	1,375.00	1,500.00	0.00	0.00	0.00	0.00	2,875.00
45000 · Inter Company-Income - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 45000 · Inter Company-Income	0.00	6,674.74	1,500.00	0.00	0.00	0.00	0.00	8,174.74
46000 · Recoverd funds								
46000-A · Contact Direct Principal-Opp	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
46000-B · Contact Direct Interest-HTI	0.00	424.22	0.00	0.00	0.00	0.00	0.00	424.22
46000-C · Varuna-Principal-Opp	0.00	0.00	0.00	0.00	0.00	33,811.36	0.00	33,811.36
46000-D · Varuna-Interest-HTI	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
46000 · Recoverd funds - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 46000 · Recoverd funds	0.00	424.22	0.00	0.00	0.00	33,811.36	0.00	34,235.58
47000 · Membership Dues	25,750.00	0.00	0.00	0.00	825.00	0.00	0.00	26,575.00
48000 · Tech Partners								
48000-A · Annual Dues	42,480.00	0.00	0.00	0.00	0.00	0.00	0.00	42,480.00
48000-B · Annual Dues In-Kind (ESI)	2,496.16	0.00	0.00	0.00	0.00	0.00	0.00	2,496.16
48000-C · Tech Nite/Anl Awrds Adj(85000A)	-17,700.00	0.00	0.00	0.00	0.00	0.00	0.00	-17,700.00
48000-D · Golf Adj-(85000-C)	-4,400.00	0.00	0.00	0.00	0.00	0.00	0.00	-4,400.00
48000-E · Fall Ball Adj-(85000-E)	-1,800.00	0.00	0.00	0.00	0.00	0.00	0.00	-1,800.00
48000-F · Other Sponsorships	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
48000 · Tech Partners - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 48000 · Tech Partners	21,076.16	0.00	0.00	0.00	0.00	0.00	0.00	21,076.16
51000 · Member Drive								
51000-A · Tickets	1,800.00	0.00	0.00	0.00	0.00	0.00	0.00	1,800.00
51000-B · Sponsors	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
51000-C · Other	160.00	0.00	0.00	0.00	0.00	0.00	0.00	160.00
51000 · Member Drive - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 51000 · Member Drive	1,960.00	0.00	0.00	0.00	0.00	0.00	0.00	1,960.00

11:09 AM

07/11/07

Accrual Basis

**Hampton Roads Technology Council
Profit & Loss by Class
July 2006 through June 2007**

	HRTC	HTI	JCC	Mod Sim World	NASST	Opportunity Fund	Unclassified	TOTAL
51100 · Golf								
51100-A · Tickets	2,615.00	0.00	0.00	0.00	0.00	0.00	0.00	2,615.00
51100-B · Silent Auction	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
51100-C · Raffle/tickets	818.00	0.00	0.00	0.00	0.00	0.00	0.00	818.00
51100-D · Golf Sponsors	2,600.00	0.00	0.00	0.00	0.00	0.00	0.00	2,600.00
51100-E · Tech Partners (85000-D)	4,400.00	0.00	0.00	0.00	0.00	0.00	0.00	4,400.00
51100 · Golf - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 51100 · Golf	10,433.00	0.00	0.00	0.00	0.00	0.00	0.00	10,433.00
51200 · Critical Mass								
51200-A · Tickets	1,695.00	0.00	0.00	0.00	0.00	0.00	0.00	1,695.00
51200-B · Sponsors	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
51200-C · Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
51200 · Critical Mass - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 51200 · Critical Mass	1,695.00	0.00	0.00	0.00	0.00	0.00	0.00	1,695.00
51300 · In the Loop								
51300-A · Tickets	1,355.00	0.00	0.00	0.00	0.00	0.00	0.00	1,355.00
51300-B · Sponsors	3,000.00	0.00	0.00	0.00	0.00	0.00	0.00	3,000.00
51300-C · Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
51300 · In the Loop - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 51300 · In the Loop	4,355.00	0.00	0.00	0.00	0.00	0.00	0.00	4,355.00
51400 · SS&TF								
51400-A · Tickets	3,095.00	0.00	0.00	0.00	0.00	0.00	0.00	3,095.00
51400-B · Sponsors	2,000.00	0.00	0.00	0.00	0.00	0.00	0.00	2,000.00
51400-C · Other	10,000.00	0.00	0.00	0.00	0.00	0.00	0.00	10,000.00
51400 · SS&TF - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 51400 · SS&TF	15,095.00	0.00	0.00	0.00	0.00	0.00	0.00	15,095.00
51500 · Deal Flow								
51500-A · Tickets	1,660.00	0.00	0.00	0.00	0.00	0.00	0.00	1,660.00
51500-B · Sponsors	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
51500-C · Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
51500 · Deal Flow - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 51500 · Deal Flow	1,660.00	0.00	0.00	0.00	0.00	0.00	0.00	1,660.00
51600 · Tech Nite/Annual Awards Dinner								
51600-A · Tickets	17,350.00	0.00	0.00	0.00	0.00	0.00	0.00	17,350.00
51600-B · Sponsors	10,997.50	0.00	0.00	0.00	0.00	0.00	0.00	10,997.50
51600-C · Tech Partners - (85000-B)	17,700.00	0.00	0.00	0.00	0.00	0.00	0.00	17,700.00
51600-D · Tech Nite/Anl Awdr Dinner-Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
51600 · Tech Nite/Annual Awards Dinner - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 51600 · Tech Nite/Annual Awards Dinner	46,047.50	0.00	0.00	0.00	0.00	0.00	0.00	46,047.50
51700 · Fall Ball								
51700-A · Tickets	2,760.00	0.00	0.00	0.00	0.00	0.00	0.00	2,760.00
51700-B · Sponsors	3,000.00	0.00	0.00	0.00	0.00	0.00	0.00	3,000.00
51700-C · Tech Partners - (85000-F)	1,800.00	0.00	0.00	0.00	0.00	0.00	0.00	1,800.00
51700-D · Fall Ball Silent Auction	2,193.00	0.00	0.00	0.00	0.00	0.00	0.00	2,193.00
51700-E · Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
51700 · Fall Ball - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 51700 · Fall Ball	9,753.00	0.00	0.00	0.00	0.00	0.00	0.00	9,753.00
51710 · ModSim FY08								
51710-A · Tickets	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
51710-B · Sponsors	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
51710 · ModSim FY08 - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 51710 · ModSim FY08	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
51800 · IT/CIO Forum								
51800-A · Tickets	260.00	0.00	0.00	0.00	0.00	0.00	0.00	260.00
51800-B · Sponsors	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
51800-C · Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
51800 · IT/CIO Forum - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 51800 · IT/CIO Forum	260.00	0.00	0.00	0.00	0.00	0.00	0.00	260.00

11:09 AM

07/11/07

Accrual Basis

**Hampton Roads Technology Council
Profit & Loss by Class
July 2006 through June 2007**

	HRTC	HTI	JCC	Mod Sim World	NASST	Opportunity Fund	Unclassified	TOTAL
51900 · Incubator Events								
51900-A · Lunch & Learn	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
51900-B · Mix N Mingle	0.00	0.00	150.00	0.00	0.00	0.00	0.00	150.00
51900-C · P to P	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
51900-D · Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
51900 · Incubator Events - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 51900 · Incubator Events	0.00	0.00	150.00	0.00	0.00	0.00	0.00	150.00
52000 · Sensors World								
52000-A · Workshops	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
52000-B · Member/Early Bird	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
52000-C · Member/Late, On Site	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
52000-D · Non-Member/Early Bird	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
52000-E · Non-Member/Late, On Site	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
52000-F · Sponsors	0.00	0.00	0.00	0.00	19,450.00	0.00	0.00	19,450.00
52000-G · NASST Partners	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
52000-H · Booths	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
52000-I · Advertising	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
52000-J · Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
52000 · Sensors World - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 52000 · Sensors World	0.00	0.00	0.00	0.00	19,450.00	0.00	0.00	19,450.00
53000 · IT/CIO Forum 1	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
54000 · Misc Events								
54000-A · Tickets	5,445.00	10.00	0.00	0.00	0.00	0.00	0.00	5,455.00
54000-B · Sponsorships	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
54000-C · Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
54000 · Misc Events - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 54000 · Misc Events	5,445.00	10.00	0.00	0.00	0.00	0.00	0.00	5,455.00
55000 · Internal Loan Interest	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
56000 · Paypal Holding	-24.79	0.00	0.00	0.00	0.00	0.00	0.00	-24.79
57000 · Misc. Income								
57000-A · Bank Interest	0.00	3,148.76	0.00	0.00	0.00	8,397.04	0.00	11,545.80
57000-B · Other	5,563.01	0.00	0.00	0.00	0.00	0.00	0.00	5,563.01
57000 · Misc. Income - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 57000 · Misc. Income	5,563.01	3,148.76	0.00	0.00	0.00	8,397.04	0.00	17,108.81
80502 · Copier Charges	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total Income	245,670.60	545,844.66	212,298.22	13,839.12	77,235.00	42,208.40	0.00	1,137,096.00
Expense								
60000 · Reconciliation Discrepancies	-15,876.19	0.00	0.00	0.00	0.00	0.00	0.00	-15,876.19
6560 · Payroll Expenses	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
70000 · Reimbursement Expense	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
71000 · Event Expenses								
71000-A · Membership Drive	574.23	0.00	0.00	0.00	0.00	0.00	0.00	574.23
71000-B · Golf Expenses	7,138.80	0.00	0.00	0.00	0.00	0.00	0.00	7,138.80
71000-C · Critical Mass-Expenses	760.85	233.47	0.00	0.00	0.00	0.00	0.00	994.32
71000-D · In the Loop-Expenses	5,535.08	0.00	0.00	0.00	0.00	0.00	0.00	5,535.08
71000-E · SS&TF-Expenses	1,431.71	0.00	0.00	0.00	0.00	0.00	0.00	1,431.71
71000-F · Deal Flow-Expenses	1,422.90	0.00	0.00	0.00	0.00	0.00	0.00	1,422.90
71000-G · Tech Nite -Expenses	37,485.98	0.00	0.00	0.00	0.00	0.00	0.00	37,485.98
71000-H · Fall Ball Expenses	18,147.78	0.00	0.00	0.00	0.00	0.00	0.00	18,147.78
71000-I · IT Forum Expenses	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
71000-J · Misc Events-Expenses	21,972.94	0.00	0.00	0.00	0.00	0.00	0.00	21,972.94
71000 · Event Expenses - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 71000 · Event Expenses	94,470.27	233.47	0.00	0.00	0.00	0.00	0.00	94,703.74
72000 · Incubator Event Expenses								
72000-A · Lunch & Learn	0.00	194.72	0.00	0.00	0.00	0.00	0.00	194.72
72000-B · Mix & Mingle Expenses	300.00	75.00	87.72	0.00	0.00	0.00	0.00	462.72
72000-C · P to P	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
72000 · Incubator Event Expenses - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 72000 · Incubator Event Expenses	300.00	269.72	87.72	0.00	0.00	0.00	0.00	657.44

11:09 AM

07/11/07

Accrual Basis

**Hampton Roads Technology Council
Profit & Loss by Class
July 2006 through June 2007**

	HRTC	HTI	JCC	Mod Sim World	NASST	Opportunity Fund	Unclassified	TOTAL
73000 · Sensors World Expenses								
73000-A · Workshop Breakfast	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
73000-B · Workshop AM Break	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
73000-C · Workshop Lunch	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
73000-D · Workshop PM Break	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
73000-E · Breakfast 1	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
73000-F · AM Break 1	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
73000-G · Lunch 1	87.48	0.00	0.00	0.00	0.00	0.00	0.00	87.48
73000-H · PM Break 1	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
73000-I · Reception 1	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
73000-J · Breakfast 2	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
73000-K · AM Break 2	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
73000-L · Lunch 2	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
73000-M · PM Break 2	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
73000-N · Meeting Room Rental	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
73000-O · Exhibit Space Rental	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
73000-P · Security	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
73000-Q · Signs etc	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
73000-R · Speaker Fees Travel	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
73000-S · Staff Travel	0.00	0.00	0.00	0.00	2,225.00	0.00	0.00	2,225.00
73000-T · Consulting	0.00	0.00	0.00	0.00	18,890.00	0.00	0.00	18,890.00
73000-U · Commission	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
73000-V · Website	0.00	0.00	0.00	0.00	600.00	0.00	0.00	600.00
73000-W · Communications	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
73000-X · AV	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
73000-Y · Graphics	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
73000-Z · Electronic Campaign	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
73000AA · Graphics - Elec Campaign	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
73000AB · Email Lists	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
73000AC · Advertising	0.00	0.00	0.00	0.00	3,261.00	0.00	0.00	3,261.00
73000AD · Post Card Printing	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
73000AE · Postage	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
73000AF · Directory	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
73000AG · Registration	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
73000AH · Trademark	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
73000 · Sensors World Expenses - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 73000 · Sensors World Expenses	87.48	0.00	0.00	0.00	24,976.00	0.00	0.00	25,063.48
77000 · Client Set-up	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
78000 · Salaries								
78000-A · Staff Salaries	37,649.80	9,063.01	32,266.74	0.00	0.00	0.00	0.00	78,979.55
78000-B · Bonus	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
78000-C · Temporary Help	20,827.33	3,822.50	0.00	0.00	0.00	0.00	0.00	24,649.83
78000-D · President	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
78000 · Salaries - Other	2,933.34	0.00	2,933.34	0.00	0.00	0.00	0.00	5,866.68
Total 78000 · Salaries	61,410.47	12,885.51	35,200.08	0.00	0.00	0.00	0.00	109,496.06
78100 · Benefits								
78100-A · Health Insurance	3,461.59	0.00	2,804.95	0.00	0.00	0.00	0.00	6,266.54
78100-B · Dental Insurance	201.35	67.18	167.83	0.00	0.00	0.00	0.00	436.36
78100-C · Life Insurance	147.54	0.00	64.20	0.00	0.00	0.00	0.00	211.74
78100-D · STD	15.80	0.00	0.00	0.00	0.00	0.00	0.00	15.80
78100-E · LTD	5.79	0.00	0.00	0.00	0.00	0.00	0.00	5.79
78100-G · Other	4,260.90	0.00	0.00	0.00	0.00	0.00	0.00	4,260.90
78100 · Benefits - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 78100 · Benefits	8,092.97	67.18	3,036.98	0.00	0.00	0.00	0.00	11,197.13
78200 · Payroll Taxes	9,131.42	1,235.23	2,981.93	0.00	0.00	0.00	0.00	13,348.58
79000 · Professional Services								
79000-A · Accounting Services	7,622.74	3,342.99	2,022.97	0.00	0.00	0.00	0.00	12,988.70
79000-B · Legal Fees	200.00	5,877.00	0.00	0.00	3,581.28	320.00	0.00	9,978.28
79000 · Professional Services - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 79000 · Professional Services	7,822.74	9,219.99	2,022.97	0.00	3,581.28	320.00	0.00	22,966.98

11:09 AM

07/11/07

Accrual Basis

**Hampton Roads Technology Council
Profit & Loss by Class
July 2006 through June 2007**

	HRTC	HTI	JCC	Mod Sim World	NASST	Opportunity Fund	Unclassified	TOTAL
80000 · Communications								
80000-A · Telephone - Land	6,847.31	6,136.32	1,103.02	0.00	0.00	0.00	0.00	14,086.65
80000-B · Telephone - Wireless	203.63	170.61	74.09	0.00	0.00	0.00	0.00	448.33
80000-C · Telephone - Conference	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
80000-D · Internet Fixed	119.80	0.00	359.00	0.00	0.00	0.00	0.00	478.80
80000-E · Wireless Internet	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
80000-F · List Service (E-mail)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
80000-G · Telecommunication Services	6,013.99	2,051.96	3,173.31	0.00	195.00	0.00	0.00	11,434.26
80000 · Communications - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 80000 · Communications	13,184.73	8,358.89	4,709.42	0.00	195.00	0.00	0.00	26,448.04
80050 · Administrative	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
80100 · Facilities Expenses								
80100-A · Facilities-HTI Rent	0.00	196,964.07	0.00	0.00	0.00	0.00	0.00	196,964.07
80100-B · Fac-JCC Rent In-Kind (43000-B)	0.00	0.00	32,264.52	0.00	0.00	0.00	0.00	32,264.52
80100-C · Facilities-Maintenance/Repairs	337.72	2,034.65	640.00	0.00	0.00	0.00	0.00	3,012.37
80100-D · Moving Costs	0.00	750.00	0.00	0.00	0.00	0.00	0.00	750.00
80100-E · Security	144.54	0.00	0.00	0.00	0.00	0.00	0.00	144.54
80100-F · Utilities	0.00	0.00	3,670.40	0.00	0.00	0.00	0.00	3,670.40
80100 · Facilities Expenses - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 80100 · Facilities Expenses	482.26	199,748.72	36,574.92	0.00	0.00	0.00	0.00	236,805.90
80111xx · Inter-company Disbursements	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
80300 · Administrative Expenses								
80300-A · Dues & Subscriptions	1,465.00	38.02	81.03	0.00	0.00	0.00	0.00	1,584.05
80300-B · Office Supplies	8,152.15	4,920.98	3,607.32	0.00	0.00	0.00	0.00	16,680.45
80300-C · Postage	829.55	75.32	0.00	0.00	92.64	0.00	0.00	997.51
80300-D · Computer Software	1,203.57	156.97	0.00	0.00	0.00	0.00	0.00	1,360.54
80300-E · Employment Ads	1,288.04	426.91	0.00	0.00	0.00	0.00	0.00	1,714.95
80300-F · Expensed Hardware	5,629.57	577.49	440.96	0.00	0.00	0.00	0.00	6,648.02
80300-G · Gifts	246.68	0.00	0.00	0.00	0.00	0.00	0.00	246.68
80300-H · Other	910.00	125.00	191.13	0.00	0.00	0.00	0.00	1,226.13
80300 · Administrative Expenses - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 80300 · Administrative Expenses	19,724.56	6,320.69	4,320.44	0.00	92.64	0.00	0.00	30,458.33
80400 · Marketing								
80400-A · Printing	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
80400-B · Marketing-Web Design	5,625.10	545.53	413.75	0.00	4,240.77	0.00	0.00	10,825.15
80400-C · Marketing-Web Main	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
80400-D · Marketing-Web Hosting	175.00	50.00	0.00	0.00	0.00	0.00	0.00	225.00
80400-E · Other Expenses	1,528.40	350.00	375.00	0.00	125.00	0.00	0.00	2,378.40
80400-F · Member Appreciation	1,077.84	0.00	0.00	0.00	0.00	0.00	0.00	1,077.84
80400-G · Meetings	3,628.25	997.71	630.37	40.38	61.92	0.00	0.00	5,358.63
80400-H · Business Lunches	445.51	546.21	395.96	0.00	0.00	0.00	0.00	1,387.68
80400 · Marketing - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 80400 · Marketing	12,480.10	2,489.45	1,815.08	40.38	4,427.69	0.00	0.00	21,252.70
80430 · Incubator Library	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
80510 · Capital Outlays-Library Set-up	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
80520 · Capital Outlays-Other equipment	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
80660 · Retirement	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
80680 · Misc Employee Benefits	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
80700 · Capital Outlays								
80700-A · Computer Equipment	2,453.85	900.90	0.00	0.00	0.00	0.00	0.00	3,354.75
80700-B · Office Furniture	0.00	886.19	0.00	0.00	0.00	0.00	0.00	886.19
80700-C · Other Equipment	913.50	292.90	0.00	0.00	0.00	0.00	0.00	1,206.40
80700-D · Misc./Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
80700 · Capital Outlays - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 80700 · Capital Outlays	3,367.35	2,079.99	0.00	0.00	0.00	0.00	0.00	5,447.34
80710 · Expendable Hardware	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
80800 · Equipment Service								
80800-A · Equipment Rental	0.00	5,165.80	145.80	0.00	0.00	0.00	0.00	5,311.60
80800-B · Equipment Service - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
80800 · Equipment Service - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 80800 · Equipment Service	0.00	5,165.80	145.80	0.00	0.00	0.00	0.00	5,311.60

Hampton Roads Technology Council
Profit & Loss by Class
 July 2006 through June 2007

	HRTC	HTI	JCC	Mod Sim World	NASST	Opportunity Fund	Unclassified	TOTAL
81000 - Staff Expenses								
81000-A - Mileage	4,259.94	531.49	1,513.25	0.00	0.00	0.00	0.00	6,304.68
81000-B - Parking & Tolls	58.50	0.00	0.00	0.00	0.00	0.00	0.00	58.50
81000-C - Out of Town Travel	1,763.85	446.47	694.36	0.00	0.00	0.00	0.00	2,904.68
81000-D - Professional Development	925.25	817.01	816.99	0.00	0.00	0.00	0.00	2,559.25
81000 - Staff Expenses - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 81000 - Staff Expenses	7,007.54	1,794.97	3,024.60	0.00	0.00	0.00	0.00	11,827.11
81060 - Postage	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
81180 - Programs	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
81400-1 - Taxes	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
82000 - Finances								
82000-A - Finance Charges	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
82000-B - CC Processing Fees	894.48	0.00	0.00	0.00	0.00	0.00	0.00	894.48
82000-C - PP Processing Fees	882.08	0.00	0.00	0.00	0.00	0.00	0.00	882.08
82000-D - Bank Fees	-42.00	97.32	0.00	0.00	0.00	0.00	0.00	55.32
82000-E - Inter-company Disbursements	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
82000 - Finances - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 82000 - Finances	1,734.56	97.32	0.00	0.00	0.00	0.00	0.00	1,831.88
82100 - Bad Debt Expense	0.00	0.00	0.00	0.00	0.00	6,018.53	0.00	6,018.53
82200 - Depreciation	1,744.44	5,839.80	0.00	0.00	0.00	0.00	0.00	7,584.24
82300 - Insurance	6,759.00	0.00	0.00	0.00	0.00	0.00	0.00	6,759.00
82400 - Taxes and Licenses								
82400-A - JCC Business License	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
82400-B - Hampton Business License	33.82	0.00	0.00	0.00	0.00	0.00	0.00	33.82
82400-C - Federal Taxes	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
82400-D - State Taxes	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
82400-E - Other	161.46	412.31	0.00	0.00	0.00	0.00	0.00	573.77
82400 - Taxes and Licenses - Other	-40.00	0.00	0.00	0.00	0.00	0.00	0.00	-40.00
Total 82400 - Taxes and Licenses	155.28	412.31	0.00	0.00	0.00	0.00	0.00	567.59
83000 - In Kind Contributions-Expense								
83000-A - CIT-Early - (42000-A)	33,519.38	80,250.16	29,350.20	6,114.60	7,337.52	0.00	0.00	156,571.86
83000-B - CIT- W&M TBC - (42000-B)	0.00	36,000.00	36,000.00	0.00	11,000.00	0.00	0.00	83,000.00
83000-C - HRTC- Membership - (42000-C)	0.00	4,900.00	2,100.00	0.00	0.00	0.00	0.00	7,000.00
83000-D - HRTC- Sponsorship - (42000-D)	0.00	10,620.00	10,620.00	0.00	0.00	0.00	0.00	21,240.00
83000-E - OST - (42000-E)	30,897.96	63,083.34	15,449.04	7,724.52	38,622.48	0.00	0.00	155,777.34
83000-F - W&M TBC - (42000-F)	0.00	9,999.96	9,999.96	0.00	0.00	0.00	0.00	19,999.92
83000 - In Kind Contributions-Expense - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 83000 - In Kind Contributions-Expense	64,417.34	204,853.46	103,519.20	13,839.12	56,960.00	0.00	0.00	443,589.12
84000 - Consulting								
84000-A - CIT Man Contract	0.00	23,000.00	17,000.00	0.00	0.00	0.00	0.00	40,000.00
84000-B - Legislative Consulting	16,145.13	0.00	0.00	0.00	0.00	0.00	0.00	16,145.13
84000-C - Consulting Services	237.50	0.00	0.00	0.00	3,445.00	0.00	0.00	3,682.50
84000 - Consulting - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 84000 - Consulting	16,382.63	23,000.00	17,000.00	0.00	3,445.00	0.00	0.00	59,827.63
85000 - Sponsor Adj.								
85000-A - -Tech Nite Sponsor	-17,700.00	0.00	0.00	0.00	0.00	0.00	0.00	-17,700.00
85000-B - +Tech Nite Income	17,700.00	0.00	0.00	0.00	0.00	0.00	0.00	17,700.00
85000-C - -Golf Adj	-4,400.00	0.00	0.00	0.00	0.00	0.00	0.00	-4,400.00
85000-D - +Golf Adj	4,400.00	0.00	0.00	0.00	0.00	0.00	0.00	4,400.00
85000-E - -Fall Ball Adj	-1,800.00	0.00	0.00	0.00	0.00	0.00	0.00	-1,800.00
85000-F - +Fall Ball Adj	1,800.00	0.00	0.00	0.00	0.00	0.00	0.00	1,800.00
85000 - Sponsor Adj. - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 85000 - Sponsor Adj.	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
86000 - Inter Company-Expense								
86000-A - Rent (Monthly)	5,299.74	0.00	0.00	0.00	0.00	0.00	0.00	5,299.74
86000-B - Client Fees	1,375.00	0.00	0.00	0.00	1,500.00	0.00	0.00	2,875.00
86000 - Inter Company-Expense - Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 86000 - Inter Company-Expense	6,674.74	0.00	0.00	0.00	1,500.00	0.00	0.00	8,174.74

11:09 AM

07/11/07

Accrual Basis

Hampton Roads Technology Council Profit & Loss by Class

July 2006 through June 2007

	HRTC	HTI	JCC	Mod Sim World	NASST	Opportunity Fund	Unclassified	TOTAL
89000 · Other Expenses	163.40	0.00	10.41	0.00	0.00	0.00	0.00	173.81
89200 · Misc-Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
89500 · Gain/Loss on Assets	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total Expense	319,717.09	484,072.50	214,449.55	13,879.50	95,177.61	6,338.53	0.00	1,133,634.78
Net Income	-74,046.49	61,772.16	-2,151.33	-40.38	-17,942.61	35,869.87	0.00	3,461.22

**RESOLUTION OF
THE ECONOMIC DEVELOPMENT AUTHORITY OF
JAMES CITY COUNTY, VIRGINIA,
APPROVING THE ISSUANCE OF UP TO \$130,000,000
RESIDENTIAL CARE FACILITY REVENUE BONDS
(VIRGINIA UNITED METHODIST HOMES OF WILLIAMSBURG, INC.),
SERIES 2006A AND VARIABLE RATE RESIDENTIAL
CARE FACILITY REVENUE BONDS (VIRGINIA UNITED METHODIST
HOMES OF WILLIAMSBURG, INC.), SERIES 2006B**

A. The Economic Development Authority of James City County, Virginia (the "Authority") is duly organized under the Industrial Development and Revenue Bond Act, Chapter 49, Title 15.2, Code of Virginia of 1950, as amended (the "Act"). To further the Act's purposes, the Authority, at the request of Virginia United Methodist Homes of Williamsburg, Inc. (the "Borrower"), has determined to issue and sell its Residential Care Facility Revenue Bonds (Virginia United Methodist Homes of Williamsburg, Inc.), Series 2006A (the "2006A Bonds") and its Variable Rate Residential Care Facility Revenue Bonds (Virginia United Methodist Homes of Williamsburg, Inc.), Series 2006B (the "2006B Bonds," together with the 2006A Bonds, the "Bonds"), in an original aggregate principal amount not to exceed \$130,000,000.

B. The Authority will lend the proceeds of the issuance and sale of the Bonds to the Borrower under the Loan Agreement dated as of January 1, 2007 (the "Loan Agreement"), between the Authority and the Borrower, and the Borrower will apply the proceeds under the terms of the Loan Agreement to finance or refinance (1) the costs of the acquisition, construction and equipping of an approximately ___ square foot continuing care retirement community, expected to contain approximately 207 units, consisting of approximately 181 independent living units, 14 assisted living units and 12 healthcare units, all of which are located on an approximately 100 acre tract of land at 3975 WindsorMeade Way, James City County, Virginia, which is at the intersection of Monticello and WindsorMeade Way in James City County, Virginia, and (2) costs related to a debt service reserve fund, costs of issuance, capitalized interest, working capital and other expenses in connection with the issuance of the bonds and the proposed project (the "Project").

C. The Bonds will be secured primarily by the Borrower's Obligation No. 1 ("Obligation No. 1"), in an original principal amount equal to the original aggregate principal amount of the Bonds, to be issued by the Borrower under the Master Trust Indenture dated as of January 1, 2007 (the "Master Indenture"), between the Borrower and [The Bank of New York Trust Company of Florida, N.A.], as Master Trustee.

D. There have been presented to this meeting the preliminary forms of the following instruments, which the Authority, if a party thereto, proposes to execute to carry out the transactions described above, copies of which have been filed with the records of the Authority:

(a) Bond Trust Indenture, dated as of January 1, 2007 (the "Bond Indenture"), between the Authority and [The Bank of New York Trust Company of Florida, N.A.] (the "Bond Trustee"), to which a form of the Bonds is attached as an exhibit;

(b) Loan Agreement;

(c) Obligation No. 1 with the Authority's assignment thereof;

(d) Form of the Bonds dated, bearing interest and payable as provided therein and in the Bond Indenture and which is incorporated into the Bond Indenture;

(e) Bond Purchase Agreement with respect to the 2006A Bonds (the "2006A Bond Purchase Agreement"), among the Borrower, the Authority, and Herbert J. Sims & Co., Inc. (the "Underwriter");

(f) Bond Purchase Agreement with respect to the 2006B Bonds (the "2006B Bond Purchase Agreement"), among the Borrower, the Authority, and the Underwriter;

(g) The preliminary official statement (the "Preliminary Official Statement") of the Authority marked to include changes to be incorporated in the final Official Statement relating to the sale of the 2006A Bonds;

(h) The Official Statement of the Authority (the "2006B Official Statement") relating to the sale of the 2006B Bonds;

E. The Bond Indenture, the Loan Agreement, the assignment of Obligation No. 1, the 2006A Bond Purchase Agreement, and the 2006B Bond Purchase Agreement are referred to collectively in this Resolution as the "Authority Documents."

F. The Authority desires to authorize the issuance of the Bonds and their sale to the Underwriter.

G. The 2006A Bonds are expected to be (1) sold to the Underwriter for a total compensation to the Underwriter not to exceed ___% of the original aggregate principal amount of the 2006A Bonds, pursuant to the 2006A Bond Purchase Agreement, (2) have a maximum true interest cost not to exceed ___% per annum, and (3) have a final maturity not more than ___ years from the date of issuance (collectively, the "2006A Bond Terms").

H. The 2006B Bonds are expected to (1) be sold to the Underwriter for a total compensation to the Underwriter not to exceed ___% of the original aggregate principal amount of the 2006B Bonds, pursuant to the 2006B Bond Purchase Agreement, (2) bear variable rate interest pursuant to the formula set forth in the Bond Indenture, and (3) have a final maturity not more than ___ years from the date of issuance (collectively, the "2006B Bond Terms," together with the 2006A Bond Terms, the "Bond Terms").

I. The Bonds are expected to be sold in a maximum aggregate principal amount not to exceed \$130,000,000.

NOW, THEREFORE, BE IT RESOLVED BY THE ECONOMIC DEVELOPMENT AUTHORITY OF JAMES CITY COUNTY, VIRGINIA:

1. The issuance of the Bonds is approved. The Bonds may be issued in one or more series at one time or from time to time on such terms consistent with the Bonds Terms. The Bonds shall be in substantially the forms attached as exhibits to the Bond Indenture.

2. The Bonds and the Authority Documents are approved in substantially the forms submitted to this meeting, with such changes, insertions or omissions (including, without limitation, changes to the dates thereof) consistent with the Bond Terms as may be approved by the Chairman or the Vice Chairman of the Authority, whose approval will be evidenced conclusively by the execution and delivery of the Bonds.

3. The Chairman and the Vice Chairman of the Authority are each hereby authorized and directed to execute and deliver the Bonds to or for the account of the Underwriter and the Authority Documents to the other parties thereto upon approval of their final form, terms and conditions consistent with the Bond Terms. The sale of the Bonds to the Underwriter pursuant to the 2006A Bond Purchase Agreement and the 2006B Bond Purchase Agreement is hereby approved and authorized provided such sale shall be consistent with the Bond Terms.

4. The use and distribution by the Underwriter of the Preliminary Official Statement in the form on file with the Authority are in all respects authorized, ratified and approved. For purposes of Rule 15c2-12 of the Securities and Exchange Commission, the Chairman or Vice Chairman of the Authority are hereby authorized to deem the Preliminary Official Statement relating to the 2006A Bonds final except for information permitted to be omitted under paragraph (b)(1) of such Rule. The Chairman and Vice Chairman of the Authority are each hereby authorized and directed to execute and deliver the Authority's approval of the final official statement (the "2006A Official Statement") upon approval of its form, terms and conditions. Such officer's execution shall constitute conclusive evidence of his approval of such form, terms and conditions. Execution of the final 2006A Official Statement shall constitute conclusive evidence that the 2006A Official Statement has been deemed final within the meaning of Rule 15c2-12.

5. The 2006A Official Statement and its use and distribution by the Underwriter is authorized and approved. The 2006A Official Statement shall be in substantially the form of the Preliminary Official Statement submitted to this meeting, which is hereby approved, with such completions, omissions, insertions and changes as may be approved by the Chairman or Vice-Chairman of the Authority, whose execution thereof shall constitute conclusive evidence of his approval of such form, terms and conditions.

6. The 2006B Official Statement and its use and distribution by the Underwriter is authorized and approved. The 2006B Official Statement shall be in substantially the form submitted to this meeting, which is hereby approved, with such completions, omissions, insertions and changes as may be approved by the Chairman or Vice-Chairman of the Authority, whose execution thereof shall constitute conclusive evidence of his approval of such form, terms and conditions.

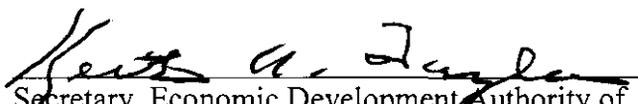
7. The Chairman or Vice Chairman of the Authority is each authorized to execute on behalf of the Authority the Bonds and the Authority Documents, and the Secretary of the Authority is authorized to affix the seal of the Authority to the Bonds and, if required, the Authority Documents and to attest such seal. The signatures of the Chairman or Vice Chairman and the Secretary and the seal of the Authority may be by facsimile. Each officer of the Authority is authorized to execute and deliver on behalf of the Authority such instruments, documents or certificates, and to do and perform such things and acts, as he or she deems necessary or appropriate to carry out the transactions authorized by this Resolution or contemplated by the Bonds, the Authority Documents or such instruments, documents or certificates, and all of the foregoing, previously done or performed by such officers of the Authority, are in all respects approved, ratified and confirmed.

8. This resolution shall be effective immediately.

CERTIFICATE

The undersigned Secretary of the Economic Development Authority of James City County, Virginia (the "Authority"), hereby certifies that the foregoing is a true, correct and complete copy of a resolution adopted by a majority of the Directors of the Authority at a special meeting duly called and held on December 19, 2006 in accordance with law, and that such resolution has not been repealed, revoked, rescinded or amended but is in full force and effect on the date hereof.

WITNESS the following signature and seal of the Authority this 19th day of December, 2006.


Secretary, Economic Development Authority of
James City County, Virginia

[SEAL]