

AT A MEETING OF THE INDUSTRIAL DEVELOPMENT AUTHORITY OF THE COUNTY OF JAMES CITY, VIRGINIA, HELD ON JUNE 8, 1995, AT 4:05 P.M. IN THE COUNTY GOVERNMENT CENTER BOARD ROOM, 101-C MOUNTS BAY ROAD, JAMES CITY COUNTY, VIRGINIA.

1. ROLL CALL

The meeting was called to order by Chairman Nystrom at 4:05 p.m. A roll call by Secretary Taylor identified the following members present:

Mr. Gilbert Bartlett  
Mr. Jon Nystrom  
Mr. Vincent Campana  
Mr. Myrl Hairfield  
Mr. George Hudgins

Late Arrivals

Mr. Sterling Nichols  
Mr. Joe Cross

ALSO PRESENT

Keith A. Taylor, Secretary, IDA  
Jeane Trevino, IDA Recording Secretary  
Sandra Barner, Economic Development Technician  
John T.P. Horne, Development Management  
Frank M. Morton, III, IDA Counsel  
Robert Magoon, Jr., BOS Liaison to the IDA  
Herb Harris, Executive Director, Chambrel at Williamsburg  
Guy Friddell, Counsel to Williamsburg-Oxford Project  
(Chambrel at Williamsburg)

6. ACTION ITEM

Refunding for \$25,000,000 Williamsburg-Oxford Project  
(Chambrel at Williamsburg)

Mr. Nystrom introduced Mr. Guy Friddell, counsel for the Williamsburg-Oxford Project.

Mr. Friddell informed the Authority that the purpose of the public hearing was a formality in that the terms of the Bonds would not change, however, the maturity and restructure of the Oxford Tax-Exempt Bond Fund to "A" & "B" series requires that a public hearing be held by the Authority. The Authority could then move for approval of the Resolution to Recommend Refinancing of the \$25,000,000

Elderly Residential Mortgage Revenue Bonds and subsequently present this recommendation to the Board of Supervisors.

Mr. Nystrom opened the Public Hearing.

Since no comments were made by the public, Mr. Nystrom closed the Public Hearing.

On motion of Mr. Bartlett, seconded by Mr. Hairfield, the Resolution was unanimously approved, by voice vote.

Mr. Taylor recommended that the Authority go into Executive Session pursuant to Section 2.1-344 (A) (5) of the Code of Virginia to begin a discussion concerning the acquisition of real property.

#### Executive Session

On the recommendation of Mr. Taylor, Mr. Nystrom considered a motion from Mr. Bartlett, seconded by Mr. Hairfield, to convene into Executive Session at 4:15 p.m.

On a roll call the vote was: Aye: 7 Nay: 0

Chairman Nystrom reconvened the Authority into open session at 4:30 p.m. and considered a motion from Mr. Bartlett to approve a Resolution on the purchase of valuable rights to real property adjacent to the IDA's shell building and the Resolution Certification of Executive Session.

On a roll call the vote was: Aye: 7 Nay: 0

### 3. PERSONNEL MATTERS

#### Director/Officer Indemnification Insurance

Mr. Taylor informed the Authority that the current insurance provider for the Authority is withdrawing its interest in continued services to the County and the Authority. Mr. Taylor recommends that a review of insurance alternatives by Staff on behalf of the Authority take place prior to the termination of the current policy. Mr. Taylor also informed the Directors that he has been advised that financial disclosure may be a requirement by a new provider.

#### Fall Election of Officers & Appointment of Nominating Committee

Mr. Nystrom commented that with the increased activity of the Authority that it would be in the best interest of the IDA to hold annual elections. Mr. Nystrom appointed Mr. Hudgins and Mr. Hairfield as nominating committee for a Fall Election.

4. APPROVAL OF MINUTES

On motion of Mr. Cross, seconded by Mr. Bartlett the minutes of March 16, 1995 were unanimously approved, by voice vote.

5. TREASURER'S REPORT

The Treasurer's Report for the Authority was read by Mr. Taylor along with the Capital Improvements Expenditure report. On motion by Mr. Bartlett, seconded by Mr. Hairfield, the Treasurer's Report, as presented, was unanimously approved by voice vote.

7. REPORTS

James River Commerce Center

Mr. Horne informed the Authority that the County is negotiating with BASF to reconstruct and improve the BASF access road and install water/sewer lines. Bids for cost analysis should be in July, 1995. However, there is a possible purchase offer on the site which may change the Proffers and reconfigure the site.

Mr. Cross asked how the parties would share responsibilities for the costs of the studies and reconstruction.

Mr. Horne stated that BASF will pay for the road study and the Authority would split the cost of the water/sewer lines, with WDI and the IDA.

Industrial Shell Building Project

Mr. Taylor stated that the pricing structure is still a work in progress and should be available prior to the Authority's next meeting. The Authority has agreed on the sale, yet a lease options need to be further explored.

Ms. Barner informed the Authority that due to delays in the construction schedule that the brokers event previously schedule for the end of June had to be postponed. She requests a new time period for the event.

Members of the Authority expressed the choice of holding such an event in cooler weather is it is felt necessary to give the project more exposure.

M. Taylor brought to the attention of the Authority the final proof of the Shell Building marketing brochure.

Strategic Plan Implementation Committee & Ambassadors Program

Mr. Taylor recommended that the Authority review the Strategic Plan distributed prior to the meeting to reacquaint themselves with projects and responsibilities still outstanding.

Mr. Hudgins commented that the Ambassadors program will continue, however, the Ambassadors have requested an annual or semi-annual meetings. They are encouraged by the program and wish to continue serving as a resource for the Authority and the Office of Economic Development.

Incentives Task Force

Mr. Nystrom explained that the Incentives Task Force has not finalized formal incentive recommendations and has been working with the Board of Supervisors on an as needed basis. It is difficult to formalize such a plan when each case is individual in its wants and needs.

Mr. Magoon stated that the Board is very receptive to prospect negotiations and it has been beneficial to keep the members informed of each serious case scenario.

Farmers' Market

Mr. Hudgins informed the Authority that the Farmer's Market is dangerously close to failing. The development and opening of two major markets in its vicinity has caused sales to drop drastically in the last few months. It is not feasible to assume that the Farmers market can recover its losses.

Mr. Nystrom asked the Authority again to consider alternative lease prospects and uses for the property at Strawberry Plains Road.

Enterprise Zone Designation

Mr. Taylor informed the Authority that in a recent work session with the Board of Supervisors, the BOS requested more information on how and whether James City County should create an Enterprise Zone. There are two possible areas for consideration in the upper and lower ends of the County.

Ms. Barner informed the Authority that an Enterprise Zone would benefit these areas by providing both State and local incentives for new and expanding businesses.

### Small/New Business Assistance Program

Ms. Barner noted that a directory of service providers to small/new business on the Peninsula should be compiled by July, 1995.

Also, Ms. Barner informed the Authority of a meeting with the Eastern Virginia Small Business Investment Corporation (EVASBIC). This is a venture capital corporation created to make direct equity investments and/or variable rate secured and unsecured loans to finance the development, growth and modernization of start-up, mezzanine and mature small business concerns in Eastern Virginia. The corporation requests that the Industrial Development Authority of James City County would invest the minimum sum of \$50,000 in this program.

Mr. Bartlett recommends that he and Mr. Hairfield research the EVASBIC and the commitment of other localities prior to the next Authority meeting.

### Annual Financial Audit

Mr. Nystrom and Mr. Taylor recommend that since the Authority has acquired substantial properties and monies in recent years, that it would be in its best interest to conduct an annual separate financial audit of its holdings.

Mr. Nystrom, Mr. Taylor, Mr. MacDonald and Ms. Pettengill will meet to facilitate this for the Authority.

### SIDC '98 Conference Bid

Mr. Taylor informed the Authority that the Southern Industrial Development Council (SIDC), a 1300-member/16-state organization, may hold its 1998 annual convention in James City County. Details are being organized with local hotels and conference centers to accommodate this major event.

## 7. Other Business

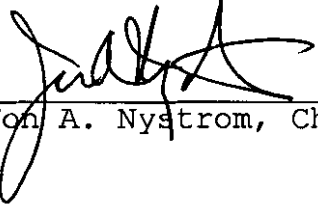
Mr. Bartlett requests that liaison be developed between other Industrial Development Authorities on the Peninsula. He feels there is a need for communication between the IDA's to develop a rapport and a pro-active relationship.

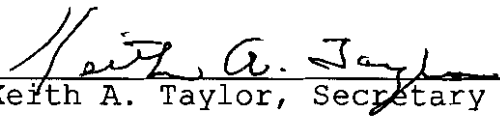
Mr. Taylor informed the Authority of a solar energy plant "Solarex" will develop an 80,000sf facility in the Stonehouse Commerce Park. The company will employ approximately 80 people with an initial capital investment of \$25 million.

Mr. Taylor also commented that the Massie Industrial Site has been awarded \$105,000 grant from the State to extend its rail system. They will have two years to claim the money for improvements.

8. ADJOURNMENT

There being no further business, Mr. Nystrom entertained a motion by Mr. Hairfield to adjourn. The motion was seconded by Mr. Campana and passed unanimously by voice vote. The meeting was adjourned at 6:05 p.m.

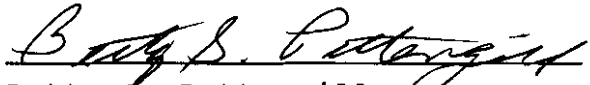
  
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Jon A. Nystrom, Chairman

  
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Keith A. Taylor, Secretary

TREASURER REPORT  
INDUSTRIAL DEVELOPMENT AUTHORITY

FY 95

<u>REVENUE SOURCE</u>	<u>COLLECTED THIS PERIOD</u>	<u>COLLECTED TO DATE</u>
Farmers Market Lease	\$ 1,700.00	\$ 6,100.00
Interest on Available Cash	1,364.09	2,856.43
Loan Payments	18,358.50	67,314.51
General Fund Transfer		301,000.00
Miscellaneous	1,200.00	1,200.00
Receipts	22,622.59	
Fiscal Year Receipts		378,471.09
BANK BALANCE JUNE 30, 1994		36,189.09
Total Receipts		414,660.03
Disbursements This Period	267.18	
Previous Disbursements	301,524.36	
Total Disbursements To Date		301,791.54
Bank Balance May 31, 1995		112,868.49

  
Betty S. Pettengill, Treasurer

Checks Written:

114	\$117.18	Kingsmill
115	150.00	Virginia Nippon Classic

RESOLUTION OF THE  
INDUSTRIAL DEVELOPMENT AUTHORITY OF THE COUNTY OF JAMES CITY  
(Williamsburg-Oxford Project)

WHEREAS, there has been presented to the Industrial Development Authority of the County of James City (the "Authority") by and on behalf of Williamsburg-Oxford Limited Partnership, a Maryland limited partnership (the "Developer"), its plans to refinance the \$25,000,000 Elderly Residential Mortgage Revenue Bonds (Williamsburg-Oxford Project) (the "1985 Bonds"), the proceeds of which were used to make a loan to the Developer to finance the acquisition, construction, and equipping of a 256-unit elderly residential rental project known as Chambrel at Williamsburg, located at 3800 Treyburn Drive, Williamsburg, Virginia (all land and improvements being collectively referred to as the "Project"); and

WHEREAS, the Developer has described to the Authority the benefits which the Project will continue to bring to James City County, Virginia, and its environs through the provision of housing, twenty percent (20%) of which is for occupancy by individuals of low or moderate income, and has requested the Authority to agree to issue its refunding revenue bonds pursuant to the Virginia Industrial Development and Revenue Bond Act (Chapter 33, Title 15.1 of the Code of Virginia of 1950, as amended) (the "Act") in a principal amount not to exceed \$25,000,000 (the "Bonds") to refund all or a portion of the 1985 Bonds; and

WHEREAS, the Authority has caused a notice of public hearing to be published in a newspaper of general circulation in James City County, Virginia, and has this date held a public hearing, all in accordance with the provisions of § 147(f)(2) of the Internal Revenue Code of 1986, as amended, proposed final Treasury Regulations issued thereunder and § 15.1-1378.1, Code of Virginia, 1950, as amended, and other applicable laws of the Commonwealth of Virginia.

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

1. After considering the Developer's application to the Authority for revenue bond financing in a public hearing pursuant to proper notice, all as provided in § 147(f)(2) of the Internal Revenue Code of 1986, as amended, proposed final Treasury Regulations issued thereunder, and the applicable laws of the Commonwealth of Virginia, the Authority hereby finds and determines that the issuance of the Bonds to refund the 1985 Bonds, the proceeds of which were used to make a loan to the Developer to finance the acquisition, construction, and equipping

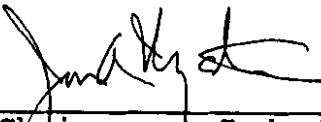


of the Project located in James City County, Virginia by the Developer and providing housing opportunities for citizens of low or moderate income, will be of benefit to James City County, Virginia, and will be consistent with the general purposes of the Authority and the Act.

2. The Authority hereby recommends that the Board of Supervisors of James City County, Virginia, approve the issuance of the Bonds by the Authority and directs the Chairman of the Authority to transmit the Fiscal Impact Statement and a copy of this resolution to the Board of Supervisors of James City County, Virginia.

3. The proper representative of the Authority is hereby authorized and directed to transmit this recommendation to the members of the Board of Supervisors of James City County, Virginia at its next regular or special meeting at which this matter can be properly placed on the Board's agenda for hearing.

Adopted this 8th day of June, 1995.

  
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Chairman, Industrial Development  
Authority

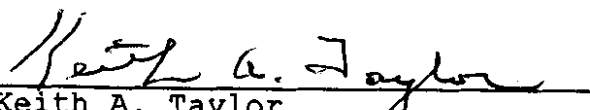
VOTE:

AYE: 7

NAY: 0

(For each nay vote, the substance of the departure from the requirements of the Act should be described)

ATTEST:

  
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Keith A. Taylor  
Secretary to the IDA