

MEETING MINUTES

**ECONOMIC DEVELOPMENT AUTHORITY (EDA)
OF JAMES CITY COUNTY (JCC)
5308 DISCOVERY PARK BLVD. SUITE 203 CONFERENCE ROOM
WILLIAMSBURG, VA 23188
8:00 AM, THURSDAY, NOVEMBER 17, 2011**

1. CALL TO ORDER

The meeting was called to order by Chairman Tingle at 8:03 AM.

2. ROLL CALL

A roll call identified the following members present:

- Ms. Robin D. Carson
- Mr. Tim Harris
- Ms. Leanne DuBois
- Mr. Paul W. Gerhardt
- Mr. Stephen Montgomery
- Mr. Thomas G. Tingle, Chairman
- Mr. Marshall Warner

Also Present:

- Ms. Terry Buntrock, September Arts Month Coordinator
- Mr. Bob Harris, Greater Williamsburg Chamber and Tourism Alliance
- Mr. Jim Kennedy, BOS Liaison
- Mr. Stephen Johnson, EDA Bond Counsel
- Ms. Laura A. Messer, Recording Secretary, James City County
- Mr. Robert Middaugh, County Administrator
- Ms. Leslie Roberts, Dixon Hughes Goodman
- Mr. Leo Rogers, EDA Counsel
- Mr. Russell Seymour, EDA Secretary
- Ms. Kathryn Sipes, Business Development and Retention Coordinator
- Ms. Jenni Tomes, EDA Fiscal Agent
- Mr. Telly Tucker, EDA Assistant Secretary
- Ms. Tara Woodruff, James City County

3. PERSONNEL MATTERS

Chairman Tingle introduced the EDA’s newest director, Ms. Robin Carson. The EDA went around the room and each introduced themselves to Ms. Carson.

4. APPROVAL OF MINUTES

- a. October 20, 2011

Mr. Tingle noted two word changes in the minutes. Ms. Messer stated she would correct the minutes. She stated that Mr. Gerhardt had submitted some technical changes regarding the bond issue that had been discussed. She had already corrected the minutes.

There being no further changes, Mr. Tingle asked for a motion to approve the minutes as amended, which was stated by Mr. Warner and seconded by Mr. Montgomery and passed unanimously by voice vote.

4. FINANCIAL REPORTS

a. October Financial Reports

Ms. Tomes discussed the expenditures in Period 4 (October) and stated that the County had paid the money owed to the EDA from the Enterprise Zone, which was \$97,000.

Mr. Tingle asked if this meant it was now up to date. Ms. Tomes stated that yes, it was up to date.

Ms. Tomes noted that there had been expenditures for the Celebration of Business, the annual audit, and \$5,000 to Brass Cannon Brewing.

There being no other questions, Mr. Montgomery made a motion to approve the October financial report as presented, which was seconded by Ms. DuBois and passed unanimously.

5. PRESENTATION

Mr. Tingle introduced Mr. Bob Harris of the Greater Williamsburg Chamber and Tourism Alliance (GWCTA). Mr. Harris provided an overview of Arts Month, which was in September. He stated that although there was a significant amount of rain during the month that it was successful in its first year and provided information on several statistical components of the campaign. Mr. Harris noted the potential for grants from the Virginia Tourism Corporation.

Mr. Harris introduced Ms. Terry Buntrock, Arts Month Coordinator. Ms. Buntrock reviewed the work that she had completed for Arts Month and highlighted the JCC businesses that were involved. She pitched several ideas for the future and discussed how she was going to meet with SCORE to help create a business plan to guide the event.

Ms. Buntrock noted the end of her funding for the year and said she still had plenty of work she could complete. Mr. Harris stated that GWCTA hoped to convert Ms. Buntrock's position into a 10-month position.

Mr. Tingle asked when GWCTA would be coming forward to ask for funding. Mr. Harris stated it should be in the next few months.

There being no further more questions, the EDA thanked Mr. Harris and Ms. Buntrock for coming to the EDA meeting.

6. DISCUSSION AND ACTION ITEM

a. Owens-Illinois Performance Based Agreements

County Administrator Middaugh began a summary of the Owens-Illinois Performance Based Agreements (PBA) that had occurred in 2009 and 2010. He stated that the documents were not finalized and approved by the Board of Supervisors and so funding to support the PBA had not been set aside. Mr. Middaugh stated he was asking the EDA to fund the amounts due this year - \$80,000 currently and approximately \$300,000 next month.

The EDA had a discussion about the matter and asked if it would be reimbursed. Mr. Middaugh stated it would be an unforgiven expense.

The EDA noted that it was vital to the County’s reputation to handle this matter. Mr. Warner noted that the EDA would need to use a Certificate of Deposit for the payment.

Mr. Montgomery made a motion to pass the funding for the performance-based agreements that were due this year. The motion was seconded by Mr. Gerhardt.

Mr. Seymour took a roll call vote:

Ms. Carson	AYE
Ms. DuBois	AYE
Mr. Gerhardt	AYE
Mr. Harris	AYE
Mr. Montgomery	AYE
Mr. Tingle	AYE
Mr. Warner	AYE

Ms. Messer stated she would process the payment in conjunction with Ms. Ann Davis, EDA Treasurer.

7. PRESENTATION AND ACTION ITEM

Mr. Tingle said Ms. Leslie Roberts from Dixon Hughes Goodman, who would be presenting the annual EDA audit. Ms. Roberts introduced herself and stated that it was a clean audit and there were no problems. She reviewed the management discussion and the financial statements.

She stated that the shell building remained on the books and that the Certificate of Deposit income had all been accrued. She briefly touched on cash flow and some line items. She discussed the schedule of bonds.

Ms. Roberts concluded the presentation stating that the EDA’s audit had gone well and there were no problems or changes that needed to be made.

Mr. Tingle asked if there were any questions, there being none Mr. Montgomery made a motion to pass the audit, which was seconded by Mr. Warner. Mr. Seymour took a voice

vote, which resulted in unanimous support.

During the presentation of the audit, Mr. Kennedy arrived.

8. DISCUSSION ITEMS

a. Bond Fee Sharing Agreement

Mr. Seymour stated that Williamsburg Landing would no longer be seeking industrial revenue bond financing through JCC, but would be seeking their total amount through the Industrial Development Authority of Matthews County. He continued and said Matthews County would be offering to split the bond revenue fees with JCC.

Mr. Montgomery noted he would be abstaining from participating in any discussion or vote on the forthcoming issue because as the CEO/ President of Williamsburg Landing, he is a representative of the intended debtor. He excused himself from the room.

Mr. Gerhardt noted that, he would be abstaining from participating in any discussion or vote on the forthcoming issue because he is the Secretary and General Counsel to Williamsburg Landing, and he and his firm are representatives of the intended debtor; in addition, others in his law firm of Kaufman & Canoles serve as bond purchaser counsel and bond counsel for the intended debtor.

Mr. Tingle stated that he too would be abstaining from participating in any discussion or vote on the forthcoming issue because as a principal of Guernsey - Tingle Architects, Mr. Tingle disclosed that Williamsburg Landing was a client of that firm; he also disclosed that he was a member of the Board of Directors of Chesapeake Bank, a prospective bond purchaser.

Lastly, Mr. Warner noted that he too would be abstaining from participating in any discussion or vote on the forthcoming issue because as an officer of Chesapeake Bank, he is a representative of a prospective bond purchaser; in addition, Williamsburg Landing is a customer of Chesapeake Bank.

Mr. Seymour opened the discussion on the bond fee sharing agreement. Mr. Harris inquired as to why Matthews IDA was agreeing to share the fees. Mr. Seymour indicated that Williamsburg Landing wanted to be a good corporate citizen and wanted to share the fees with JCC.

Ms. Carson, Ms. DuBois, and Mr. Harris agreed that it was a win-win situation as Matthews may not otherwise receive any fees if they declined the proposition of bond fee sharing.

Mr. Seymour asked Mr. Steven Johnson, EDA Bond Counsel, who would sign the document. Mr. Johnson stated Mr. Tingle could sign as a representative of the EDA even if he was abstaining from voting and discussions.

There being no more questions, Mr. Seymour asked for a motion on the bond fee sharing agreement, which was made by Mr. Harris and seconded by Ms. Carson. Mr. Seymour took

a roll call vote:

Ms. Carson	AYE
Ms. DuBois	AYE
Mr. Gerhardt	Abstain
Mr. Harris	AYE
Mr. Montgomery	Abstain
Mr. Tingle	Abstain
Mr. Warner	Abstain

Ms. Messer invited those abstaining from the vote to once again join the meeting.

b. Potential Bond Applicants

Mr. Johnson stated that he had been approached as EDA Bond Counsel about another potential bond applicant from Mr. George Consolvo, Bond Counsel for the Mariner's Museum in Newport News.

Mr. Gerhardt noted that, he would be abstaining from participating in any discussion or vote on the forthcoming issue because he and his firm are representatives of the intended debtor; in addition, others in his law firm of Kaufman & Canoles serve as bond purchaser counsel and bond counsel for the intended debtor.

Mr. Johnson stated that the Mariner's Museum was seeking refinancing on a bond from 2005 in the amount of \$9 million. The EDA had a brief discussion about the Mariner's Museum and whether or not they should accept an application as such. Ms. Carson noted the financial trouble of museums in the area and the EDA discussed the merit of the Mariner's Museum financier being willing to refinance the funding. Mr. Montgomery noted that SunTrust Bank, the museum's lender, was aware of all circumstantial information.

Mr. Johnson said that this bond application would be in addition to the financing discussed in regards to The College of William & Mary Foundation at the October EDA meeting for December.

It was asked if this matter would use all the EDA's bank qualified funding for 2012 and Mr. Johnson stated it would because the maximum is \$10 million.

There being no more questions, Ms. DuBois made a motion to accept the application, which was seconded by Ms. Carson. Mr. Seymour took a roll call vote:

Ms. Carson	AYE
Ms. DuBois	AYE
Mr. Gerhardt	Abstain
Mr. Harris	AYE
Mr. Montgomery	AYE
Mr. Tingle	AYE
Mr. Warner	Not present

Mr. Warner had to leave to attend another meeting during the discussion of the potential bond applicant.

c. Incubator Contract Resolution

Mr. Seymour presented a draft resolution resolving the payout for the James City County Business and Technology Incubator in an equal split of 50% to each JCC and the College of William & Mary. Mr. Seymour stated the contract did not allow a split for the second part of the contract due to the \$12,000 milestone not being met.

The EDA had a brief discussion and stated W&M was due the full amount of the split, which totaled nearly \$10,500.

Mr. Montgomery made a motion to approve the resolution as presented, which was seconded by Mr. Harris. The motion passed with a unanimous voice vote.

d. Business Assistance Program Applicant

Ms. Sipes presented a brief review of the applicant, London Underground. She stated they were a start-up business, which will provide recreational services for young adolescents in the 13-18 age bracket. She noted that there would be some skills development and volunteer work conducted. She continued and said that they had received feedback from the local SCORE office.

Mr. Harris noted the importance of this type of service to help rectify loitering issues.

Mr. Gerhardt noted the limited potential growth of such a business citing limited employees.

The EDA had a brief discussion about the matter at hand. There being no questions, Mr. Montgomery made a motion to deny the applicant based on limited growth, which was seconded by Mr. Harris. The EDA agreed with the motion by a voice vote.

9. **REPORT**

a. Board of Supervisors Liaison

Mr. Kennedy noted the changes that would be occurring to the Planning Commission and the Board of Supervisors in the next few months following the election. He stated it was likely there would be a special election next November to fill the open seat on the Board of Supervisors.

10. **ACTION ITEMS CONTINUED**

a. Signage at Mainland Farms – K. Sipes

Ms. Sipes reviewed a license agreement for The Pointe at Jamestown residential neighborhood entry signage at Mainland Farms. The sign is on the corner of the property that is owned by the EDA. Ms. Sipes stated that this was a revocable license and just a

housekeeping matter.

She asked that the EDA approve the license as the signage meets all JCC requirements.

There being no questions, Mr. Harris made a motion to approve the license, which was seconded by Mr. Montgomery and passed with a unanimous voice vote.

b. Website Budget Item – R. Seymour

Mr. Seymour began a discussion of the Office of Economic Development's (OED) website, which he stated needed updating to align with the goals and needs of OED. He stated there was a large gap of marketing tactics in the site's current design.

Mr. Seymour was requesting funding from the EDA to provide a redesign of the OED site from a local marketing firm.

The EDA had a brief discussion about branding and the website. They inquired as to how much funding Mr. Seymour needed and discussed any additional yearly revenue that would be needed for site upkeep.

Mr. Montgomery noted that Mr. Seymour should keep the EDA abreast in these sorts of needs moving forward.

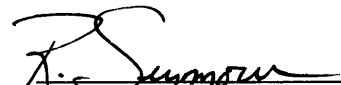
Ms. Carson made a motion to approve \$10,000 for website improvements, which was seconded by Mr. Montgomery. The motion passed unanimously by voice vote.

11. ADJOURNMENT

There being no more time for any further business, Mr. Montgomery made a motion to adjourn. The meeting was adjourned at 10:32 AM.



 Thomas G. Tingle, Chairman



 Russell C. Seymour, Secretary