

WVRIFA PARTICIPATION COMMITTEE MEETING

Friday, October 15, 2021 at 10:00 a.m.
Roanoke Valley-Alleghany Regional Commission (Top Floor Conference Room)
313 Luck Avenue, SW, Roanoke, VA 24016

In accordance with Virginia Occupational Safety and Health regulations, all attendees (vaccinated or unvaccinated) must wear a mask while inside the Commission building. All attendees who are unvaccinated or are otherwise at-risk must physical distance themselves from others. RVARC staff will make the necessary accommodations to comply with these regulations.

AGENDA

- 1. Call Meeting to Order *Chair O'Donnell*
- 2. Roll Call *Virginia Mullen*
- 3. Approval of Consent Agenda Items *Chair O'Donnell*
 - A. Minutes of the July 16, 2021 Participation Committee Meeting, pp. 3-5
 - B. Financial Reports Ending September 30, 2021, pp. 6-9
- 4. Public Comment Period..... *Chair O'Donnell*

The WVRIFA Participation Committee will allow a 30-minute public comment period in which a citizen may sign-up for up to three (3) minutes of speaking time.
- 5. Construction Project Update*John Hull*
- 6. Action Needed: Utility Relocation Project *John Hull*
- 7. Presentation of FY2021 Annual Report *John Hull*

ADMINISTERED BY:

Roanoke Valley-Alleghany Regional Commission
P.O. Box 2569, Roanoke, VA 24010
540.343.4417 / info@wyrifa.org / www.wvrifa.org

- 8. Request for Closed Meeting, p. 10..... Chair O'Donnell

Pursuant to Section 2.2-3711 A. 3. of the Code of Virginia, 1950, as amended, for the purpose of discussion or consideration of the disposition of publicly held real property where discussion in an open meeting would adversely affect the bargaining position or negotiating strategy of the Authority.

- 9. End of Closed Mtg. Reconvene Regular Participation Committee Mtg. Chair O'Donnell

- 10. Adoption of Certification Resolution of Closed Meeting, p. 11. Chair O'Donnell

- 11. Action by the Participation Committee as a Result of the Closed Meeting Chair O'Donnell

- 12. Other Business..... Chair O'Donnell

- 13. Adjournment

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MINUTES

A meeting of the WVRIFA Participation Committee for the Wood Haven Road Project was held on Friday, July 16, 2021 at 10:00 a.m. at the Roanoke Valley-Alleghany Regional Commission office (Top Floor Conference Room), 313 Luck Avenue, SW, Roanoke VA.

***NOTE:** The meetings of the WVRIFA Participation Committee and the WVRIFA Board of Directors were held simultaneously (jointly) since several items on both agendas were the same.*

1. CALL MEETING TO ORDER

Chairman O'Donnell called the meeting to order at 10:01 a.m.

2. ROLL CALL

Chairman O'Donnell welcomed those in attendance and asked Sherry Dean to call the roll. Ms. Dean noted that a quorum was present.

Participation Committee Members Attendance: James Taliaferro, City of Salem; Bob Cowell, City of Roanoke; and Dan O'Donnell, Roanoke County.

Staff Present: John Hull, WVRIFA Director; Sam Darby, WVRIFA Counsel; and Sherry Dean, WVRIFA Finance/Administrative Staff.

Others Present: Gary Larrowe, Botetourt County; Michael Burnette, Franklin County; Jill Loope, Roanoke County; Rob Light, City of Salem; Richard "Pete" Peters, Town of Vinton; Chris Burns, Balzer and Associates Inc. (attended virtually via zoom).

3. APPROVAL OF CONSENT AGENDA ITEMS

The following Consent Agenda items were distributed earlier: (A) May 21, 2021 Participation Committee Minutes and (B) Ratification of the Virtual Meeting Minutes: April 29, 2020 through May 21, 2021.

Motion: by Bob Cowell to approve items (A) & (B) under the Consent Agenda, as presented. The motion was seconded by James Taliaferro.

WVRIFA Participation Committee Action: Motion carried unanimously.

ADMINISTERED BY:

4. PUBLIC COMMENT PERIOD

There were no comments.

5. CONSIDERATION OF SECOND CHANGE ORDER

Mr. Hull reported that at the last meeting it was mentioned that the blasting contractor was unable to drill to the depth necessary to reach final grade until some cut operations were conducted. It is anticipated at this time that additional rock may be encountered. The contractor conducted operations after cutting into the bank in the right of way (indicated in purple on page 4 of the PowerPoint presentation included with the Minutes and presented at the meeting). It is estimated that there is an additional 11,500 cy of rock in that area and the estimated cost for removal is \$253,000.

Mr. Hull reminded that last balance sheet he showed had \$200,000 obligation of repayment to Go Virginia. One of the items to be discussed later in the agenda is a consideration of a contract amendment that removes the obligation for repayment in the event the site does not sell within three years. If it was assumed there might be as much as \$300,000 in additional rock in the right of way, there will be more than \$400,000 left in Wood Haven funding. There are no additional improvements planned at this point.

Mr. Hull noted the prime benefit of grading into the Interstate 81 right of way is the visibility benefit. Northbound traffic on 81 will have the opportunity to see into the site and a future user will have opportunity to showcase their corporate brand. If this operation is not conducted now, the price to remove the rock will be vastly higher. With its location proximate to Interstate 81 and with the presence of rock near the surface, the volume price to remove this rock will be substantially higher if not performed under this contract. The benefit to marketability will be substantial. Mr. Hull recommend proceeding with a change order not to exceed of an additional \$300,000. Mr. Chris Burns added that no additional rock is anticipated in this project.

Motion: by Bob Cowell to recommend to the WVRIFA board the approval of the second change order for additional rock removal not to exceed \$300,000. The motion was seconded by James Taliaferro.

WVRIFA Participation Committee Action: Motion carried unanimously.

6. GO VIRGINIA CONTRACT AMENDMENT

John Hull reported that the GO Virginia project guidelines changed at DHCD following the close of the Wood Haven project. He reminded that the water and sewer extension was the first GO Virginia site investment. The contract with DHCD and Go Virginia included a repayment provision should creation of jobs and investment not occur within three years of completion of the project. New guidelines were developed in recognition that the expectation of a finite timeline for investment just isn't realistic. Mr. Hull requested a contract amendment removing the repayment requirement and DHCD and GO Virginia Region 2 agreed with the copy included in your packet. Mr. Hull asked for authorization to execute the amendment, included in the agenda packet.

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Motion: by James Taliaferro to recommend to the WVRIFA board the approval of the Go Virginia contract amendment, as presented. The motion was seconded by Bob Cowell.

WVRIFA Participation Committee Action: Motion carried unanimously.

7. PROJECT UPDATES

John Hull reported the clearing and grading project (currently underway) will bring the property to the highest level of readiness in the Virginia Business Ready Sites Program. The project is around 50-60% complete.

8. DISCUSSION OF UPDATE TO REGIONAL SITE STUDY

John Hull reported that it has been about 6-7 years since there was an evaluation of potential investment targets for the WVRIFA – a site study to evaluate potential ROI for a variety of large sites. A lot of things have changed since, personnel have changed, and additional possibilities have been identified. Mr. Hull asked members if there is any interest for exploring an updated site study, an evaluation of 5-6 sites. Mr. Hull added he can report at a future meeting the cost estimate and plan to fund such a study out of the WVRIFA reserves and possibly augmented with Go VA funds. Mr. O'Donnell and Mr. Larowe commented that this is a great idea.

9. OTHER BUSINESS

Mr. O'Donnell thanked Mr. Hull for the excellent work in dealing with citizen's concerns and overall paying extra attention to the neighborhood during the construction process.

10. ADJOURNMENT OF THE WVRIFA PARTICIPATION COMMITTEE

The WVRIFA Participation Committee Meeting adjourned at 10:21 a.m.

Virginia Mullen, Recording Secretary
WVRIFA Participation Committee

ADMINISTERED BY:

Roanoke Valley-Alleghany Regional Commission
313 Luck Avenue, SW, Roanoke, VA 24016
info@wvrifa.org / www.wvrifa.org

Western Virginia Regional Industrial Facility Authority
Statement of Financial Position
As of September 30, 2021

| | Sep 30, 21 | Sep 30, 20 | \$ Change | % Change |
|---------------------------------------|---------------------|---------------------|----------------------|----------------|
| ASSETS | | | | |
| Current Assets | | | | |
| Checking/Savings | | | | |
| LGIP Investment Cash Woodhaven | 1,216,662.43 | 2,674,406.30 | -1,457,743.87 | -54.51% |
| Union Bank Bond Cash Woodhaven | 1,549.47 | 618.98 | 930.49 | 150.33% |
| Union WVRIFA Operating | 40,502.60 | 80,528.86 | -40,026.26 | -49.7% |
| Total Checking/Savings | 1,258,714.50 | 2,755,554.14 | -1,496,839.64 | -54.32% |
| Accounts Receivable | | | | |
| Accounts Receivable | 35,859.38 | 0.00 | 35,859.38 | 100.0% |
| Total Accounts Receivable | 35,859.38 | 0.00 | 35,859.38 | 100.0% |
| Total Current Assets | 1,294,573.88 | 2,755,554.14 | -1,460,980.26 | -53.02% |
| Fixed Assets | | | | |
| Land-WoodHaven | 5,842,017.18 | 5,842,017.18 | 0.00 | 0.0% |
| Total Fixed Assets | 5,842,017.18 | 5,842,017.18 | 0.00 | 0.0% |
| TOTAL ASSETS | 7,136,591.06 | 8,597,571.32 | -1,460,980.26 | -16.99% |
| LIABILITIES & EQUITY | | | | |
| Liabilities | | | | |
| Current Liabilities | | | | |
| Accounts Payable | | | | |
| Accounts Payable | 8,508.33 | 51,032.83 | -42,524.50 | -83.33% |
| Total Accounts Payable | 8,508.33 | 51,032.83 | -42,524.50 | -83.33% |
| Total Current Liabilities | 8,508.33 | 51,032.83 | -42,524.50 | -83.33% |
| Long Term Liabilities | | | | |
| Revenue Bond Payable | 10,302,000.00 | 10,302,000.00 | 0.00 | 0.0% |
| Total Long Term Liabilities | 10,302,000.00 | 10,302,000.00 | 0.00 | 0.0% |
| Total Liabilities | 10,310,508.33 | 10,353,032.83 | -42,524.50 | -0.41% |
| Equity | | | | |
| Retained Earnings | 54,104.55 | 57,641.68 | -3,537.13 | -6.14% |
| Net Income | -3,228,021.82 | -1,813,103.19 | -1,414,918.63 | -78.04% |
| Total Equity | -3,173,917.27 | -1,755,461.51 | -1,418,455.76 | -80.8% |
| TOTAL LIABILITIES & EQUITY | 7,136,591.06 | 8,597,571.32 | -1,460,980.26 | -16.99% |

Western Virginia Regional Industrial Facility Authority
Profit & Loss Budget vs. Actual
July through September 2021

| | Debt Fund | | | | Operating | | | | Woodhaven | | | |
|---------------------------------|------------------|-------------------|--------------------|--------------|------------------|------------------|-------------------|-----------------|---------------------|---------------------|-------------------|----------------|
| | Jul - Sep 21 | Budget | \$ Over Budget | % of Budget | Jul - Sep 21 | Budget | \$ Over Budget | % of Budget | Jul - Sep 21 | Budget | \$ Over Budget | % of Budget |
| Ordinary Income/Expense | | | | | | | | | | | | |
| Income | | | | | | | | | | | | |
| Bond Revenue Carryforward | 0.00 | | | | 0.00 | | | * | 1,788,487.29 | 1,198,979.29 | 589,508.00 | 149.17% |
| Direct Public Support | 0.00 | | | | 0.00 | 0.00 | 0.00 | 0.0% | 0.00 | | | |
| Investments | | | | | | | | | | | | |
| Interest-Savings, Short-term CD | 0.00 | | | | 0.00 | | | | 158.05 | 3,000.00 | -2,841.95 | 5.27% |
| Total Investments | 0.00 | | | | 0.00 | | | | 158.05 | 3,000.00 | -2,841.95 | 5.27% |
| Locality Support Revenue | 11,117.85 | 266,821.80 | -255,703.95 | 4.17% | 35,859.38 | 56,250.00 | -20,390.62 | 63.75% | 0.00 | | | |
| Total Income | 11,117.85 | 266,821.80 | -255,703.95 | 4.17% | 35,859.38 | 56,250.00 | -20,390.62 | 63.75% | 1,788,645.34 | 1,201,979.29 | 586,666.05 | 148.81% |
| Expense | | | | | | | | | | | | |
| Contract Services | | | | | | | | | | | | |
| Accounting Fees | 0.00 | | | | 7,600.00 | 7,350.00 | 250.00 | 103.4% | 0.00 | | | |
| Engineering | 0.00 | | | | 0.00 | | | | 4,102.96 | 35,000.00 | -30,897.04 | 11.72% |
| Grading/Clearing | 0.00 | | | | 0.00 | | | | 596,142.64 | 250,000.00 | 346,142.64 | 238.46% |
| Legal Fees | 0.00 | | | | 433.50 | 2,500.00 | -2,066.50 | 17.34% | 136.50 | 2,000.00 | -1,863.50 | 6.83% |
| Total Contract Services | 0.00 | | | | 8,033.50 | 9,850.00 | -1,816.50 | 81.56% | 600,382.10 | 287,000.00 | 313,382.10 | 209.19% |
| Facilities and Equipment | | | | | | | | | | | | |
| Property Maintenance | 0.00 | | | | 0.00 | | | | 2,055.00 | 8,000.00 | -5,945.00 | 25.69% |
| Rent, Parking, Utilities | 0.00 | | | | 0.00 | | | | 50.33 | | | |
| Total Facilities and Equipment | 0.00 | | | | 0.00 | | | | 2,105.33 | 8,000.00 | -5,894.67 | 26.32% |
| Insurance | 0.00 | | | | 903.00 | 860.00 | 43.00 | 105.0% | 0.00 | 950.00 | -950.00 | 0.0% |
| Operations | | | | | | | | | | | | |
| Bank Fees | 0.00 | | | | 0.00 | | | | 0.00 | 200.00 | -200.00 | 0.0% |
| Postage, Mailing Service | 0.00 | | | | 0.00 | | | | 0.00 | 500.00 | -500.00 | 0.0% |
| Roanoke Reg. Partnership Staff | 0.00 | | | | 6,250.03 | 25,000.00 | -18,750.00 | 25.0% | 0.00 | | | |
| RVARC Staff | 0.00 | | | | 6,250.03 | 25,000.00 | -18,749.97 | 25.0% | 0.00 | | | |
| Supplies | 0.00 | | | | 0.00 | 375.00 | -375.00 | 0.0% | 0.00 | | | |
| Total Operations | 0.00 | | | | 12,500.03 | 50,375.00 | -37,874.97 | 24.81% | 0.00 | 700.00 | -700.00 | 0.0% |
| Other Types of Expenses | | | | | | | | | | | | |
| Bond Loan Interest Expense | 11,117.85 | 266,821.80 | -255,703.95 | 4.17% | 0.00 | | | | 0.00 | | | |
| Marketing | 0.00 | | | | 0.00 | | | | 0.00 | 5,000.00 | -5,000.00 | 0.0% |
| Technical Assistance | 0.00 | | | | 0.00 | 601.00 | -601.00 | 0.0% | 0.00 | 2,250.00 | -2,250.00 | 0.0% |
| Total Other Types of Expenses | 11,117.85 | 266,821.80 | -255,703.95 | 4.17% | 0.00 | 601.00 | -601.00 | 0.0% | 0.00 | 7,250.00 | -7,250.00 | 0.0% |
| Total Expense | 11,117.85 | 266,821.80 | -255,703.95 | 4.17% | 21,436.53 | 61,686.00 | -40,249.47 | 34.75% | 602,487.43 | 303,900.00 | 298,587.43 | 198.25% |
| Net Ordinary Income | 0.00 | 0.00 | 0.00 | 0.0% | 14,422.85 | -5,436.00 | 19,858.85 | -265.32% | 1,186,157.91 | 898,079.29 | 288,078.62 | 132.08% |
| Net Income | 0.00 | 0.00 | 0.00 | 0.0% | 14,422.85 | -5,436.00 | 19,858.85 | -265.32% | 1,186,157.91 | 898,079.29 | 288,078.62 | 132.08% |

* shown and manually entered to this report for budget comparison purposes only

Western Virginia Regional Industrial Facility Authority
As of September 30, 2021
Statement of Cash Balances

| | | |
|-------------------|----|-------------------------|
| Operating Fund | \$ | 40,503 |
| Woodhaven Project | \$ | <u>1,218,211</u> |
| Total Cash | \$ | <u><u>1,258,714</u></u> |

**Western Virginia Regional Industrial Facility Authority
 FY2022 (7/1/21-6/30/22)
 Operating Fund Locality Due Payment Summary**

| Revenue | FY2022 Budget | Paid as of 9/30/21 | Remainder Due |
|----------------------|---------------------|-----------------------|-----------------------|
| <i>Member Dues</i> | | | |
| * Botetourt County | \$ 6,187.50 | \$ - | \$ (6,187.50) |
| *** Franklin County | \$ 9,562.50 | \$ - | \$ (9,562.50) |
| ** Roanoke City | \$ 18,562.50 | \$ - | \$ (18,562.50) |
| *** Roanoke County | \$ 15,750.00 | \$ - | \$ (15,750.00) |
| ** Salem City | \$ 4,500.00 | \$ - | \$ (4,500.00) |
| *** Town of Vinton | \$ 1,687.50 | \$ - | \$ (1,687.50) |
| Total Revenue | \$ 56,250.00 | \$ - | \$ (56,250.00) |

Invoices Outstanding:

| | | |
|------------------|--------------|------------------------|
| Botetourt County | \$ 3,093.75 | check received October |
| Franklin County | \$ 9,562.50 | check received October |
| Roanoke City | \$ 4,640.63 | billed 9/17/21 |
| Roanoke County | \$ 15,750.00 | check received October |
| Salem City | \$ 1,125.00 | billed 9/17/21 |
| Town of Vinton | \$ 1,687.50 | billed 9/17/21 |

Invoiced outstanding 9/30/21 \$ 35,859.38

Total Revenue Recorded/Accrued as of 9/30/21 \$ 35,859.38

- * pays biannual
- ** pays quarterly
- *** pays all at one time

WESTERN VIRGINIA REGIONAL INDUSTRIAL FACILITY AUTHORITY

PARTICIPATION COMMITTEE
Wood Haven Road Project

October 4, 2021

Dear Participation Committee Members:

This is to request a Closed Meeting during the next scheduled meeting of the WVRIFA Participation Committee on Friday, October 15, 2021 at 10:00 a.m. at the Roanoke Valley-Alleghany Regional Commission (Top Floor Conference Room), 313 Luck Ave., SW, Roanoke, VA 24016.

The Closed Meeting is in pursuant to Section 2.2-3711 A. 3. of the Code of Virginia, 1950, as amended, for the purpose of discussion or consideration of the disposition of publicly held real property where discussion in an open meeting would adversely affect the bargaining position or negotiating strategy of the Authority.

Sincerely,



Dan O'Donnell
Chair
WVRIFA Participation Committee

CERTIFICATION RESOLUTION

RESOLUTION CERTIFYING CLOSED MEETING WAS HELD IN CONFORMITY WITH THE CODE OF VIRGINIA

WHEREAS, the WVRIFA Participation Committee has convened a closed meeting on this date pursuant to an affirmative recorded vote and in accordance with the provisions of The Virginia Freedom of Information Act; and

WHEREAS, Section 2.2-3712 of the Code of Virginia requires a certification by the WVRIFA Participation Committee that such closed meeting was conducted in conformity with Virginia law.

NOW, THEREFORE, BE IT RESOLVED, that the WVRIFA Participation Committee hereby certifies that, to the best of each member's knowledge:

1. Only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed meeting which this certification resolution applies; and
2. Only such public business matters as were identified in the motion convening the closed meeting were heard, discussed or considered by the WVRIFA Participation Committee.

The 15th day of October 2021