

**PRINCE EDWARD COUNTY
INDUSTRIAL DEVELOPMENT AUTHORITY
MEETING MINUTES**

**Board of Supervisors Room – 3rd Floor Prince Edward County Courthouse
8 a.m. – Friday, March 25, 2022**

The Prince Edward County Industrial Development Authority strongly encourages citizen input and engagement. Due to COVID-19, the Industrial Development Authority is operating pursuant to the following protocols for public input and public participation. Effective August 1, 2021, the Board of Supervisors re-opened county meetings to in-person participation by the public; however, there could still be limited available seating. Public Participation and Public Hearing comments and information regarding the limited number of seats for in-person participation at meetings are coordinated through Chelsey White, Clerk to the Industrial Development Authority. Citizens are strongly encouraged to participate in meetings through in-person participation, written comments, and/or remote participation by calling: **1-844-890-7777, Access Code: 390313.** (If busy, please call again.) Public Participation and Public Hearing comments for Planning Commission meetings will be subject to the “Citizen Guide for Providing Input During Public Participation and Public Hearings For Prince Edward County Industrial Development Authority Meetings” effective August 1, 2021.

MEMBERS PRESENT IN PERSON: Robert Atkinson
Quincy Handy
Edgar Jones
Mike Montgomery, Vice-Chairman
Tim Tharpe
Brad Watson, Chairman
Joyce Yeatts

MEMBERS PRESENT BY PHONE: None

ALSO PRESENT: Chelsey White, Director of Economic Development & Tourism; Doug Stanley, County Administrator; Terri Atkins Wilson, IDA Attorney; Cheryl Stimpson, Director of Finance; Dan Siegel, Sands Anderson; Richard Hurlbert, Haneberg Hurlbert PLC; Kenneth Copeland, Hampden-Sydney; Laura Ess, Ross Appraisals

ABSENT: None

Introductions

At 8:04 a.m., there being a quorum present, Mr. Watson welcomed everyone and called the March 4, 2022, IDA Meeting to order. The roll call was as follows:

Aye: Robert Atkinson
Edgar Jones
Quincy Handy
Mike Montgomery, Vice-Chairman
Brad Watson, Chairman
Tim Tharpe

Joyce Yeatts

Meeting Minutes

Mr. Watson asked if there were any edits to be made to the March 4, 2022 set of IDA meeting minutes or if there was a motion for them to be approved. Mr. Tharpe made a motion to approve the minutes and Mr. Handy seconded. The motion was approved by the following vote:

Aye: Robert Atkinson Nay: (none)
Edgar Jones
Quincy Handy
Mike Montgomery
Tim Tharpe
Brad Watson
Joyce Yeatts

**Treasurer’s Report
March 21, 2022**

Deposits since the last report (March 4, 2022)	
February Interest	\$62.89
Paris Ceramics – Waterjet Payment	\$3,774.25
Paris Ceramics – 286K Equipment Loan payment	\$5,267.49
Deposit TOTAL	\$9,104.63
Disbursements since the last report (March 4, 2022)	
The Timmons Group	\$7,105.00
Dominion Energy	\$298.20
The Timmons Group	\$1,190.00
Ross Appraisals	\$5,000.00
Payable TOTAL	\$13,593.20
February 28, 2022, Benchmark Statement Balance	\$761,697.05
Available Balance as of March 21, 2022	\$757,145.62

MONTHLY REVENUE

Waterjet Equipment Loan | \$200,000 | \$3,774.25 monthly payment | \$99,551.81 balance
286K Equipment Loan | \$286,000 | \$5,267.49 monthly payment | \$251,101.90 balance

Ms. White presented the Treasurer’s Report. Mr. Watson asked when the incentive grant reimbursements will be made to the IDA from the Board of Supervisors. Mr. Stanley mentioned that there is one final hotel that has not made a request. Ms. White confirmed and stated that she has since made contact with the hotel’s manager regarding this matter. Mr. Stanley directed Ms. White to proceed with requesting the reimbursement to the IDA from the Board of Supervisors at the April Board of Supervisors meeting. Mr. Stanley asked Ms. White which hotel had not made the request and she stated Tru by Hilton.

Mr. Montgomery moved that the Treasurer's Report be approved, which was seconded by Mr. Handy. The motion was approved by the following vote:

Aye: Robert Atkinson Nay: (none)
Edgar Jones
Quincy Handy
Mike Montgomery
Tim Tharpe
Brad Watson
Joyce Yeatts

New Business

Public Hearing: Hampden-Sydney College (HSC) Bond Issue Request

Mr. Watson announced that this is a public hearing for educational facilities revenue bond financing for residence halls and related facilities for HSC. He then welcomed Mr. Siegel to the podium to introduce this item to the IDA and summarize the bond request process. Mr. Siegel stated that Hampden-Sydney College is required to hold a public hearing in addition to the IDA to allow the college to issue tax-exempt bonds for up to \$35 million for their project. He furthered that if the resolution is approved, then the Board of Supervisors will have to approve and that the Board of Supervisors does not have to hold a public hearing. He mentioned that afterward, paperwork to execute the bond will be prepared and sent to the IDA in mid-April for approval. He stated that his role as bond counsel is to review all of the paperwork and make sure that IDA liability is limited and personal liability is non-existent. Mr. Hurlbert was then invited to the podium to speak by Mr. Watson. He explained he is providing bond counsel for HSC. Mr. Hurlbert stated that an inducement resolution is needed and that the final approval resolution will be needed in late April. He furthered that the next step will be to market the bonds through a disclosure document called a 'preliminary official statement' and that once the bonds are sold, they will execute a bond purchase agreement to evidence that sale and proceed with closing. Mr. Hurlbert stated that the plan is to close on the bond in mid-to-late May. Mr. Copeland was then invited by Mr. Watson to speak at the podium. He stated that the last bond was issued from the IDA to HSC before Christmas in 2018. He explained that the college is getting ready to celebrate its 250th anniversary. Mr. Copeland stated that for this project, the college is planning to renovate the Alphabet dorms, Whitehouse, and the three Carpenter dorms. Mr. Copeland furthered that this project is strictly a renovation project and that most of the dorms were built in the 1990s without significant improvements since then. He also stated that the college plans to pursue a historic tax credit for Whitehouse.

Mr. Watson asked if the IDA had any questions. Mr. Watson then asked Mr. Siegel what the IDA's capacity is for issuing bonds. Mr. Siegel stated that there is no capacity or limit on the type of bond issues except in cases of bank-qualified bonds. He furthered that bank-qualified bonds have a limit of 10 million dollars per calendar year for tax-exempt bonds. He stated that because this bond will be over \$10 million, the County cannot issue a bank-qualified bond for this calendar year. Mr. Siegel stated that manufacturing bonds and several other types of bonds also have limits. Mr. Siegel explained that the HSC bond request is different from these types of bonds that have limits. He then explained that the administration fee is based on the amount of the bond that is outstanding each year. He furthered that the fee is \$1,250 for every one million dollars which equates to \$12,500 for \$10 million. He stated that the IDA is only liable for

revenue pledged by the college and that the County has no liability. Mr. Siegel explained that the HSC bond request will not be a bank-qualified bond. Mr. Watson asked what firm is doing the underwriting. Mr. Hurlbert stated that Raymond James and Associates will underwrite the bond issue.

Mr. Watson then asked if there were any questions from the IDA or the public. With no further questions, Mr. Watson announced that the public hearing was closed.

Mr. Watson called for a motion to adopt the Inducement Resolution regarding the issuance of educational facilities revenue bonds for Hampden-Sydney College (HSC) in an amount not to exceed \$35 million. Mr. Atkinson made the motion and Ms. Yeatts seconded it. The motion was approved by the following roll call vote:

Aye: Robert Atkinson Nay: (none)
Edgar Jones
Quincy Handy
Mike Montgomery
Tim Tharpe
Brad Watson
Joyce Yeatts

Mr. Tharpe asked what the timeframe is for the renovation project. Mr. Copeland stated that the plan is to start renovations after graduation this summer, and then phase the project over the next three years.

Mr. Siegel, Mr. Hurlbert, and Mr. Copeland left the meeting.

Closed Session

Mr. Montgomery made a motion, seconded by Mr. Handy, to convene in closed session for discussion or consideration of the acquisition of real property for a public purpose, or 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 public body, and consultation with legal counsel and briefing by staff members or consultants pertaining to actual or probable litigation pursuant to the exemptions provided for in Section 2.2-3711(A)(3) of the Code of Virginia. The motion carried:

Aye: Robert Atkinson Nay: (none)
Edgar Jones
Quincy Handy
Mike Montgomery
Tim Tharpe
Brad Watson
Joyce Yeatts

Ms. Ess left the meeting.

The Board returned to the regular session by a motion of Mr. Tharpe, seconded by Mr. Handy, and was adopted as follows:

Aye: Robert Atkinson Nay: (none)

Edgar Jones
Quincy Handy
Mike Montgomery
Tim Tharpe
Brad Watson
Joyce Yeatts

The following certification of the closed meeting was adopted in accordance with the Virginia Freedom of Information Act:

WHEREAS, the Board of the Prince Edward County Industrial Development Authority 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 2.2-3711(A)(3) of the Code of Virginia requires certification by the Board that such closed meeting was conducted in conformity with Virginia law;

NOW, THEREFORE BE IT RESOLVED that the Board of the Prince Edward County Industrial Development Authority hereby certifies that to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed meeting to which this certification resolution applies, and (ii) only such business matters as were identified in the motion convening the closed meeting were heard, discussed, or considered by the Board of the IDA.

The motion was made by Mr. Tharpe, seconded by Mr. Handy, and adopted by the following roll call vote:

Aye: Robert Atkinson Nay: (none)
Edgar Jones
Quincy Handy
Mike Montgomery
Tim Tharpe
Brad Watson
Joyce Yeatts

Other Business

Access Road Project – Tri-boro Shelving, Inc.

Mr. Watson called for a motion to approve the Tri-boro Shelving easement agreement. Ms. Yeatts made the motion which was seconded by Mr. Montgomery. The motion was approved by the following vote:

Aye: Robert Atkinson Nay: (none)
Edgar Jones
Quincy Handy
Mike Montgomery
Tim Tharpe
Brad Watson
Joyce Yeatts

Five Pillars Meat Processing Facility

Mr. Watson called for a motion. Mr. Montgomery motioned that the Industrial Development Authority allow Ms. White to offer a 2.5-acre portion of Lot 10, located in the Prince Edward Industrial Park, for \$50,000 per acre for the development of the Five Pillars Meat Processing Facility. The motion was seconded by Mr. Handy and approved by the following vote:

Aye:	Robert Atkinson	Nay:	Edgar Jones
	Quincy Handy		Joyce Yeatts
	Mike Montgomery		
	Tim Tharpe		
	Brad Watson		

With no other business to discuss, Mr. Watson asked for a motion to adjourn. Mr. Tharpe made the motion, seconded by Mr. Handy, and was adopted by the following vote:

Aye:	Robert Atkinson	Nay:	(none)
	Edgar Jones		
	Quincy Handy		
	Mike Montgomery		
	Tim Tharpe		
	Brad Watson		
	Joyce Yeatts		

The meeting was adjourned at 9:23 am.