A meeting of the Economic Development Authority was held on May 10, 2016, at 4:00 p.m., in Meeting Room #235 of the Albemarle County Office Building, 401 McIntire Road, Charlottesville, Virginia.

**MEMBERS PRESENT**: Mr. James Atkinson, Ms. Lettie Bien, Mr. Vernon Jones, Mr. Donald Long, Mr. David Shreve, and Mr. Elton Oliver

**STAFF PRESENT:** Ms. Faith McClintic, Economic Development Director; Mr. Greg Kamptner, Deputy County Attorney; Ms. Beth Pizzichemi

**GUESTS:** John Martin (Albemarle County resident, Whitehall District); Sally Thomas (Board Member, Lewis & Clark Exploratory Center)

**Establish Quorum and Call to Order.**

Having established a quorum, Ms. Bien, Vice-Chair called the meeting to order at 4:04 p.m.

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**Approval of Minutes:** April 12, 2016

Mr. Shreve motioned to approve the minutes as drafted; Mr. Oliver seconded the motion and on voice call vote, the motion passed.

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**Old Business**

1. **Update on ordinance amendment process & timeline**

Mr. Kamptner explained that updating of the County ordinance (governing EDA activities) had become more complicated than anticipated. Specifically, one of the related documents (i.e. Rules & Procedures) references an “agreement” between the EDA and the County Executive (or his designee) that is to establish priorities for the Authority; however, the agreement cannot be located. Mr. Kamptner also discussed how each document needs to be completely rewritten since there are many sections that are no longer relevant. Discussion followed regarding the Economic Development Strategic Plan work that is underway and whether that document will be used to establish the Board’s priorities. Ms. McClintic indicated that the Board’s economic development priorities would be clarified in the Plan; however, she asked whether a general, introductory statement in the EDA by-laws, acknowledging that the Board’s priorities are also those of the Authority, could be a remedy. Ms. Bien asked if the EDA can help the Board in defining their priorities, noting the extended length of time that has already transpired with no changes to the governing documents. Discussion ensued regarding what can be done to expedite the process, or allow the EDA to continue to function and carry out activities until the documents are finalized. Mr. Kamptner suggested the Economic Development Director could approach the Board and request some interim guidance on priorities as one option. Additional discussion about the Rules & Procedures documents and their relation to the ordinance continued, as several Authority members questioned whether it would be more prudent to just draft the requisite documents as required by the State, in order to keep things moving forward. Mr. Long and Ms. Bien both offered their legal expertise and assistance to Mr. Kamptner in developing the documents as a means of expediting the process. Mr. Atkinson and others expressed frustration at the lack of clarity and pathway going forward, particularly given the length of time already expended in trying to modify the relevant documents. Mr. Kamptner indicated his intentions of having draft documents for the EDA to review at their June meeting.

1. **Revised loan agreement for Lewis & Clark Exploratory Center**

Mr. Kamptner reviewed the draft First Amendment document, noting a necessary correction to the due date outlined in section 1 (Term; extension; right to prepay). Specifically, the December 31, 2017 due date should be revised to reflect December 31, 2016. Clarifications to the other proposed revisions were provided by Mr. Oliver and Ms. McClintic, resulting in additional modifications to section 1 as follows:

A. (Quarterly payments): the three 2017 payment dates should be deleted; C. (Extension): December 31, 2017 should be changed to December 31, 2016. Mr. Long also suggested adding a clause to have Lewis & Clark representatives “covenant” to meeting with the EDA on a regular basis; however, the majority of Authority members agreed it was best to keep it simple. There being no further discussion, Mr. Atkinson motioned to accept the amendment with the noted modifications, and Ms. Bien seconded the motion. On voice call vote, the motion passed. Mr. Oliver made a subsequent motion to allow the Authority Chair to sign the amended agreement (once finalized), which was seconded by Mr. Jones and passed by all Authority members on voice call vote.

1. **Business Appreciation Month event**

Ms. McClintic provided an update on planning for the County’s first-ever Business Appreciation Month event on May 24th, noting that Pro Re Nata and onsite catering services had been secured; however, after hearing about the County’s policy restrictions on the purchase of alcohol, Ms. Bien offered to personally sponsor and fund any such expenses for the event. Mr. Long also offered to pursue a sponsorship and funding from his company, Lenhart Pettit, so the purchase of alcohol would not be an issue.

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**New Business**

1. **Special meeting for bond refunding: Westminster-Canterbury of the Blue Ridge**

Ms. McClintic explained that McGuire Woods has submitted a bond application on behalf of their client, Westminster-Canterbury of the Blue Ridge, including a special meeting request to consider the application prior to the Board of Supervisors meeting on June 8, 2016. After discussing possible dates, Mr. Shreve motioned to authorize the Vice Chair to call a special meeting for May 31 at 4:00 pm, which was seconded by Ms. Bien and passed by all Authority members in attendance. Mr. Kamptner noted the requirement for public notice of the special meeting.

**Other Matters.**

None

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**Adjourn**

At 5:17pm, and with no further business to come before the Authority, the EDA adjourned to the Business Appreciation Event at Pro Re Nata at 5:00pm on May 24, 2016.

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Assistant Secretary-Treasurer

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Date Approved