

**Economic Development Authority of the City of Winchester, Virginia**

**Special Meeting Minutes**

DATE: June 28, 2016  
TIME: 8:00 a.m.  
LOCATION: Rouss City Hall Council Chambers

MEMBERS:	<u>Present</u>	<u>Absent</u>
Ronald Mislowsky	<u>  X  </u>	_____
Suzanne Conrad	<u>  X  </u>	_____
William Buettin	<u>  X  </u>	_____
Douglas R. Toan	<u>  X  </u>	_____
Lauri M. Bridgeforth	<u>  X  </u>	_____
Jeffrey B. Buettner	<u>  X  </u>	_____

ALSO ATTENDING: Michael L. Bryan, Counsel, Tyler Schenck, Acting Executive Director, Shirley Dodson, Economic Development Assistant and Eden Freeman, City Manager

PRESIDING: Ronald Mislowsky, Chairman

SUBJECT: **Call to Order and Determination of Quorum**

HIGHLIGHTS: Chairman Mislowsky called the meeting to order at 8:00 a.m., at which time it was determined that a quorum was present.

SUBJECT: **Review and Approval of Minutes of May 17, 2016 and June 9, 2016**

HIGHLIGHTS: The Minutes of the Authority meetings held on May 17, 2016 and June 9, 2016 were submitted for consideration by the Authority and were unanimously approved upon motion duly made by Mr. Buettin, seconded by Mrs. Conrad.

SUBJECT: **Review and Approval of Financial Report for the Period Ended May 31, 2016**

HIGHLIGHTS: Total Assets as of May 31, 2016 was \$4,874,312.16. Upon motion by Mrs. Conrad, seconded by Mrs. Bridgeforth, the Financial Report for the period ended May 31, 2016 was unanimously approved. A copy of the Financial Report is attached to these minutes and made a part hereof.

**SUBJECT: Acting Director's Report**

**HIGHLIGHTS:** Lord Fairfax Small Business Development Center Grant: Christine Kriz, newly appointed Director of the Small Business Development Center Program at Lord Fairfax Community College, appeared before the Authority in support of a request for a grant for the upcoming fiscal year in the sum of \$16,000.00. The Authority approved a similar amount for the previous year. SBDC provides free counseling to local businesses, including market research. Ninety-five clients in the City were served in the July 1, 2015 to June 24, 2016 period. Upon motion duly made and seconded, it was unanimously Resolved that the Authority shall make a grant in the sum of \$16,000.00 for the upcoming fiscal year.

EDA Procurement Policy Discussion: The Acting Director, Tyler Schenck, advised that the Authority auditors have suggested that the Authority adopt a procurement policy. A procurement policy similar to the policy currently in effect for the City was suggested. Upon motion duly made and seconded, it was unanimously Resolved to adopt a procurement policy for the purchase of goods and services of not less than \$5,000.00 or more than \$30,000.00 be made after obtaining three written bids. The procurement policy shall be drafted by the Acting Director and Authority Counsel.

**SUBJECT: Closed Meeting**

**HIGHLIGHTS:** Upon Motion duly made by Mr. Buettner, seconded by Mrs. Conrad, the Authority unanimously RESOLVED to go into a closed meeting pursuant to Section 2.2-3711(C)(A)(3) for the discussion and 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 Authority.

**SUBJECT: Return to Open Meeting**

**HIGHLIGHTS:** At the conclusion of the closed meeting concerning the discussion and 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 Authority, the following Resolution was unanimously adopted upon roll call vote as set forth below:

WHEREAS, the Economic Development Authority of the City of

Winchester, Virginia has concluded its “closed meeting” at a meeting held on June 28, 2016, and desires return to an “open meeting”; and

WHEREAS, the adoption of this Resolution is intended to serve as the “Certificate” described in Section 2.2-3712(D) of the Code of Virginia (1950, as amended).

NOW THEREFORE, BE IT RESOLVED that the Economic Development Authority of the City of Winchester, Virginia does hereby reconvene in an “open meeting” at its meeting held on June 28, 2016; and

BE IT FURTHER RESOLVED that each and every Member of said Authority who votes in the affirmative for this Resolution does thereby certify to the best of each Member’s knowledge that only public business matters lawfully exempted from open meeting requirements of the Virginia Freedom of Information Act were heard, discussed or considered during the closed meeting, and that only such public business matters as were identified in the Motion which convened the closed meeting were heard, discussed or considered during the course of said closed meeting by the Authority:

<u>Roll Call</u>	<u>Vote</u>
Suzanne Conrad	Aye
William Buettin	Aye
Douglas R. Toan	Aye
Lauri M. Bridgeforth	Aye
Jeffrey B. Buettner	Aye

\*Mr. Mislowsky left the meeting prior to the Closed Meeting and did not participate in discussion or voting.

**SUBJECT: Taylor Hotel Non-Binding Letter of Intent**

**HIGHLIGHTS:** Upon motion duly made by Mrs. Conrad, seconded by Mr. Toan, it was unanimously Resolved that the Authority hereby approves the Non-Binding Letter of Intent for the purchase of the properties located at 200 North Cameron Street (Tax Map No. 173-1-E-1) and 214 North Cameron Street (Tax Map No. 173-1-R-2) for a total purchase price of \$795,000.00, upon terms and conditions more fully set forth in the Non-Binding Letter of Intent. The Acting Director is hereby authorized to execute the Non-Binding Letter of Intent upon terms deemed acceptable to the Acting Director and Counsel for the Authority. A copy of the Non-Binding Letter of Intent is made a part of these minutes.

SUBJECT: **Next Meeting**

HIGHLIGHTS: The next meeting of the Authority is scheduled for July 19, 2016. Such meeting shall convene at 8:00 a.m. and shall be held in Common Council Chambers.

ADJOURNMENT: There being nothing further, the meeting was adjourned.

Respectfully submitted by:

Michael L. Bryan, Secretary

MLB/pmn

c:\IDA-Winchester\6-28-16 Minutes