

**Economic Development Authority
Of the City of Winchester
Board of Directors Meeting**

AGENDA
Tuesday, July 19, 2016
8:00am

- I. Call to Order and Determination of Quorum
- II. Review and Approval of Minutes for June 28, 2016 Meeting
- III. Financial Report ending June 31, 2016
- IV. Acting Executive Director Report
 - a. Taylor Wall Repair
- V. Closed meeting pursuant to Section 2.2-3711(C)(A)(3) of the Code of Virginia (1950, as amended) for the discussion and consideration of the acquisition of real property for a public purpose, or of the disposition of publicly held property, where discussion in an open meeting would adversely affect the bargaining position or negotiating strategy of the Authority.
- VI. New Business
- VII. Old or Other Business
- VIII. Adjournment

The next meeting is scheduled for August 16, 2016 at 8:00 am Council Chambers, City Hall.

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

Winchester EDA
BALANCE SHEET
As of June 30, 2016

	TOTAL
ASSETS	
Current Assets	
Bank Accounts	
1000 Bank Accounts	0.00
1010 BB&T 4980	1,701,478.10
1050 LGIP	683,410.38
Total 1000 Bank Accounts	2,384,888.48
Total Bank Accounts	\$2,384,888.48
Accounts Receivable	
1100 Accounts Receivable and Bond Fees Receivable	385,606.32
Total Accounts Receivable	\$385,606.32
Total Current Assets	\$2,770,494.80
Fixed Assets	
1500 Office Equipment	9,779.00
1510 Accum Depr-Office Equip	-9,029.00
Total Fixed Assets	\$750.00
Other Assets	
1600 Investment in Taylor Hotel Reno	1,303,865.86
1800 Notes Receivable	
1860 Due from Joleen/Creekside	52,550.00
1895 Taylor Landlord - 125K 10YR - 5%	102,046.18
1895.1 Taylor Landlord interest receivable 10YR - 5%	850.80
1898 Taylor Landlord - 200K 5 YR 1.75%	180,354.25
1898.1 Taylor Landlord interest receivable 5YR	4,005.60
Facade	
1855 Cohiba - 5YR - 2.5%	12,307.20
1893 Richardson (Michelle's) - 2YR - 2.5%	146.81
1894 135 N Braddock (Sowers) - 5yr - 2.5%	35,583.33
Total Facade	48,037.34
Improvement	
1880 Oakcrest (29-35 E Boscawen) - 20YR - 2%	163,712.59
Total Improvement	163,712.59
Revolving	
1890 Bonnie Blue Ptnrs - 5YR - 1.5%	19,387.01
1891 Boscawen Properties LLC - 5YR - 1.86%	57,171.16
1896 1720 Valley Ave. LLC	98,086.99
Total Revolving	174,645.16
Total 1800 Notes Receivable	726,201.92
1995 CD - United Bank	273,004.25
Total Other Assets	\$2,303,072.03
TOTAL ASSETS	\$5,074,316.83
LIABILITIES AND EQUITY	
Liabilities	

Current Liabilities	
Accounts Payable	
2000 Accounts Payable	-1,347.46
Total Accounts Payable	\$ -1,347.46
Other Current Liabilities	
2100 Accrued interest	2,694.92
2500 Due to related parties	8,432.51
2610 Contribution Revenue	88,332.63
Total Other Current Liabilities	\$99,460.06
Total Current Liabilities	\$98,112.60
Total Liabilities	\$98,112.60
Equity	
3000 Fund Balance	2,138,309.12
3300 Retained Earnings	2,463,803.37
Net Income	374,091.74
Total Equity	\$4,976,204.23
TOTAL LIABILITIES AND EQUITY	\$5,074,316.83

Friday, Jul 08, 2016 12:55:34 PM PDT GMT-4 - Accrual Basis

Winchester EDA Reconciliation Report

BB&T 4980, Period Ending 06/30/2016

Reconciled on: 07/07/2016 (any changes to transactions after this date aren't reflected on this report)

Reconciled by: Your Accountant

Summary

Statement Beginning Balance	1,370,445.96
Checks and Payments cleared	-15,704.63
Deposits and Other Credits cleared	+350,278.44
Statement Ending Balance	1,705,019.77
Uncleared transactions as of 06/30/2016	-3,541.67
Register Balance as of 06/30/2016	1,701,478.10
Uncleared transactions after 06/30/2016	-29,260.17
Register Balance as of 07/07/2016	1,672,217.93

Details

Checks and Payments cleared

<u>Date</u>	<u>Type</u>	<u>Num</u>	<u>Name</u>	<u>Amount</u>
05/27/2016	Check	2024	Bright Box LLC	-1,038.96
06/01/2016	Check	2025	Taylor Master Tenant	-3,541.67
06/01/2016	Expense		BB&T	-5.00
06/06/2016	Check	2026	Kevin Johnson (Website Maintenance)	-50.00
06/06/2016	Check	2027	Bryan & Coleman, P.L.C.	-7,096.50
06/09/2016	Check	2028	Trumbo Electric, Inc.	-3,700.00
06/13/2016	Check	2029	Matthew Cloud (Taylor Hotel Auctioneer)	-150.00
06/20/2016	Check	2030	Taylor Hotel Renovations, LLC (Repayment of Overdraft)	-31.74
06/20/2016	Check	2031	Taylor Hotel Renovations, LLC Fees	-87.50
06/30/2016	Expense		BB&T	-3.26
Total				-15,704.63

Deposits and Other Credits cleared

<u>Date</u>	<u>Type</u>	<u>Num</u>	<u>Name</u>	<u>Amount</u>
06/01/2016	Payment		Cohiba	337.20
06/06/2016	Deposit		Bonnie Blue Partners, LC	1,308.03
06/09/2016	Deposit		Taylor Landlord	285,859.00
06/10/2016	Payment		Taylor Landlord	823.58
06/14/2016	Payment		Taylor Master Tenant (Due from City)	3,541.67
06/16/2016	Payment		Cohiba	337.20
06/21/2016	Deposit		Taylor Landlord	14,091.40
06/21/2016	Deposit		Taylor Landlord	14,169.01
06/21/2016	Deposit		Taylor Landlord	14,109.67
06/21/2016	Deposit		Taylor Landlord	14,067.41
06/23/2016	Payment		Oakcrest Properties, LLC	1,012.71
06/24/2016	Payment		Leslie M. Richardson	73.63
06/27/2016	Payment		1720 Valley Ave. LLC	536.26
06/30/2016	Deposit		Interest	11.67
Total				350,278.44

Taylor Hotel Master Tenant

BALANCE SHEET

As of June 30, 2016

	TOTAL
ASSETS	
Current Assets	
Bank Accounts	
Taylor Master Tenant-Pavilion (9271)	4,776.06
Total Bank Accounts	\$4,776.06
Total Current Assets	\$4,776.06
TOTAL ASSETS	\$4,776.06
LIABILITIES AND EQUITY	
Liabilities	
Total Liabilities	
Equity	
Opening Balance Equity	-500.00
Retained Earnings	4,194.10
Net Income	1,081.96
Total Equity	\$4,776.06
TOTAL LIABILITIES AND EQUITY	\$4,776.06

Thursday, Jul 07, 2016 08:42:26 AM PDT GMT-4 - Accrual Basis

Taylor Hotel Master Tenant Reconciliation Report

Taylor Master Tenant-Pavilion (9271), Period Ending 06/30/2016

Reconciled on: 07/06/2016 (any changes to transactions after this date aren't reflected on this report)

Reconciled by: Your Accountant

Summary

Statement Beginning Balance	3,800.48
Checks and Payments cleared	-476.42
Deposits and Other Credits cleared	+1,580.00
Statement Ending Balance	4,904.06
Uncleared transactions as of 06/30/2016	-128.00
Register Balance as of 06/30/2016	4,776.06

Details

Checks and Payments cleared

<u>Date</u>	<u>Type</u>	<u>Num</u>	<u>Name</u>	<u>Amount</u>
06/06/2016	Check	1016	Blue Ridge Landscape & Design, Inc.	-150.00
06/06/2016	Check	1015	Sarah Acuff Chapman (Farmer's Market Expense)	-30.42
06/06/2016	Check	1014	Artisans Center of Virginia (Farmer's Market Expense)	-100.00
06/08/2016	Check	1017	Northern Virginia Daily (Farmer's Market Expense)	-100.00
06/16/2016	Check	1019	Maid 2 Party Specialities, LLC. (Farmer's Market Expense)	-96.00
Total				-476.42

Deposits and Other Credits cleared

<u>Date</u>	<u>Type</u>	<u>Num</u>	<u>Name</u>	<u>Amount</u>
06/01/2016	Deposit		Deposit	200.00
06/06/2016	Deposit		Deposit	200.00
06/08/2016	Deposit		Deposit (Farmer's Market Vendor Fees)	500.00
06/13/2016	Deposit		Deposit	220.00
06/20/2016	Deposit		Deposit	240.00
06/27/2016	Deposit		Deposit	220.00
Total				1,580.00

Additional Information

Uncleared Checks and Payments as of 06/30/2016

<u>Date</u>	<u>Type</u>	<u>Num</u>	<u>Name</u>	<u>Amount</u>
06/28/2016	Check		Maid 2 Party Specialities, LLC.	-128.00
Total				-128.00

Taylor Hotel Renovations, LLC

BALANCE SHEET

As of June 30, 2016

	TOTAL
ASSETS	
Current Assets	
Bank Accounts	
1020 United Bank Checking	-30.00
Total Bank Accounts	\$ -30.00
Total Current Assets	\$ -30.00
Other Assets	
1030 Investment in Taylor Pavilion	1,729,679.57
1050 United Bank CD	273,986.97
Total Other Assets	\$2,003,666.54
TOTAL ASSETS	\$2,003,636.54
LIABILITIES AND EQUITY	
Liabilities	
Current Liabilities	
Other Current Liabilities	
2010 United Bank - LOC	35,000.00
2040 Deferred Revenue	359,807.50
Total Other Current Liabilities	\$394,807.50
Total Current Liabilities	\$394,807.50
Total Liabilities	\$394,807.50
Equity	
3000 EDA of the City of Winchester	2,190,851.42
3200 Retained Earnings	-581,986.62
Net Income	-35.76
Total Equity	\$1,608,829.04
TOTAL LIABILITIES AND EQUITY	\$2,003,636.54

Thursday, Jul 07, 2016 10:12:09 AM PDT GMT-4 - Accrual Basis

Taylor Hotel Renovations, LLC**Reconciliation Report****United Bank Checking, Period Ending 06/30/2016**

Reconciled on: 07/07/2016 (any changes to transactions after this date aren't reflected on this report)

Reconciled by: Your Accountant

Summary

Statement Beginning Balance	285,864.76
Checks and Payments cleared	-286,089.00
Deposits and Other Credits cleared	+194.24
Statement Ending Balance	-30.00
Register Balance as of 06/30/2016	-30.00

Details

Checks and Payments cleared

<u>Date</u>	<u>Type</u>	<u>Num</u>	<u>Name</u>	<u>Amount</u>
05/27/2016	Check		State Corporation Commission	-50.00
06/09/2016	Expense		Taylor Hotel Renovations	-285,859.00
06/15/2016	Expense		Return Item Fee	-37.50
06/17/2016	Check	317	State Corporation Commission	-50.00
06/20/2016	Check	0	Overdraft Fee	-37.50
06/20/2016	Check		Overdraft Fee	-5.00
06/21/2016	Expense		Overdraft Fee	-5.00
06/22/2016	Expense		Overdraft Fee	-5.00
06/23/2016	Expense		Overdraft Fee	-5.00
06/24/2016	Expense		Overdraft Fee	-5.00
06/27/2016	Check		Overdraft Fee	-15.00
06/28/2016	Check		Overdraft Fee	-5.00
06/29/2016	Check		Overdraft Fee	-5.00
06/30/2016	Check	796	Overdraft Fee	-5.00
Total				-286,089.00

Deposits and Other Credits cleared

<u>Date</u>	<u>Type</u>	<u>Num</u>	<u>Name</u>	<u>Amount</u>
06/15/2016	Deposit		State Corporation Commission	50.00
06/20/2016	Deposit		EDA	31.74
06/21/2016	Deposit			87.50
06/27/2016	Deposit			25.00
Total				194.24