



## APPROVED MINUTES

### Industrial Development Authority of the County of Prince William

#### REGULAR MEETING

November 6, 2023

The Regular Meeting of the Industrial Development Authority of the County of Prince William was held in the Potomac Conference Room at the McCoart Government Administration Building located at 1 County Complex Court in Woodbridge, Virginia. The meeting was called to order by the Vice Chair at 6:30pm.

Present were: Harry Horning, Vice Chair  
Dexter Montgomery, Secretary/Treasurer  
Cheryl Kenny, Director  
Terence Battle, Director  
William Malone, Director

Absent were: Lorna Wallen, Chair  
Andrew Taylor, Assistant Secretary/Treasurer

Donna Flory and Scarlett Barbee attended to provide administrative support.

Christina Winn, Executive Director, Prince William County Department of Economic Development (PWCDED), presented the NLT Hotel Performance Agreement and participated in Closed Session discussions.

The IDA's Bond Counsel, Michael W. Graff, Jr., Partner, McGuireWoods, participated virtually in the Hilton Conference Center discussion.

#### **PLEDGE OF ALLEGIANCE**

**CITIZEN'S TIME:** No members of the public were present.

Vice Chair Harry Horning conducted the meeting in the absence of the Chair.

**APPROVAL OF OCTOBER 2, 2023 IDA MEETING MINUTES:** *Dexter Montgomery made a motion to approve the October 2, 2023 Regular Meeting Minutes as provided. The motion was seconded by Cheryl Kenny and passed with Harry Horning, Cheryl Kenny, Terence Battle, and William Malone each voting aye. Dexter Montgomery abstained from the vote because he was absent from the October 2, 2023 meeting. (Motion passed 4 ayes, 0 nays, 1 abstention)*

**TREASURER'S REPORT:** ***Treasurer's Monthly Financial Report:*** Dexter Montgomery, the IDA's Secretary/Treasurer, presented the Treasurer's Report for the month ending October 31, 2023. All Treasurer's Notes are included in the written Treasurer's Report. Mr. Montgomery expanded on the following notes:

- *Treasurer's Note #2* – On 10/6/2023, an invoice for \$250,000 was requested to process the Performance Agreement among Prince William County, the IDA, and Murlarkey Distilled Spirits, LLC for a \$250,000 grant from the Virginia Governor's Agriculture and Forestry Industries Development (AFID) Fund. It was provided to PWCDED the same day. Funds were received into the IDA's public funds account on 10/9/2023 and provided to PWCDED on 10/10/2023. The funds have cleared.
- *Treasurer's Note #4* - Invoices for Remington Place Apartments Bond Series 2012A (\$64,700.00) and 2012B (\$17,336.00) were emailed to Christen Faatz of the Franklin Johnston Group, the

management company for Remington Place Apartments. Christen responded via email that the invoices were forwarded to the accounting team for payment. Payment not received as of 10/31/23. Donna Flory, the IDA's bookkeeper, will follow up with the Franklin Johnston Group before the IDA's December meeting.

- **Treasurer's Note #7** – This note includes 9 IDA operational expenses for review by members. There were no special projects in October. October expenses include payment to Weisco for nametags and renewal of the IDA's website.

Following this review, *Dexter Montgomery made a motion to accept the Treasurer's Report as presented, including approving payment of 9 specific operating expenses detailed in Note #7 of the Treasurer's Notes. The motion was seconded by Terence Battle and passed unanimously with Harry Horning, Dexter Montgomery, Cheryl Kenny, Terence Battle, and William Malone each voting aye.* (Motion passed 5 ayes, 0 nays, 0 abstentions)

**Update on IDA Investments and CD Interest Rates** – 2023 CD interest rates significantly increased over available rates in 2022, as evidenced by the FVCbank CD#3708 rate of 4.15%. Currently, total IDA CD interest rates average just over 3%.

**Scheduling of the IDA's FY22FY23 Audits:** The IDA's bookkeeper, Donna Flory, has been in contact with Robinson, Farmer, Cox (RFC) to request dates for the on-site audit work. Ms. Flory is ready to meet when RFC is able to provide available dates.

## **NEW BUSINESS**

- 1) **CLOSED SESSION: Discussion and Consideration of Acquisition of Commercial Property as Allowed under Virginia Code 15.2-4105, Including Specific Properties** – At 6:40pm, in accordance with the Code of Virginia Section 2.2-3711, #3, *Dexter Montgomery moved to close this portion of the meeting to discuss the acquisition of real property for a public purpose, where discussion in an open meeting would adversely affect the bargaining position or negotiating strategy of the public body. The motion was seconded by Terence Battle and passed unanimously with Harry Horning, Dexter Montgomery, Cheryl Kenny, Terence Battle, and William Malone each voting aye* (Motion passed 5 ayes, 0 nays, 0 abstentions).

*At 6:50pm, Dexter Montgomery moved to resume the open meeting, with members of the IDA certifying that, to the best of their knowledge, only public business matters lawfully exempted from open meeting requirements under the Virginia Code regarding the acquisition of real property for a public purpose were heard, discussed, or considered by the IDA. The motion was seconded by William Malone and passed unanimously with Harry Horning, Dexter Montgomery, Cheryl Kenny, Terence Battle and William Malone each voting aye* (Motion passed 5 ayes, 0 nays, 0 abstentions).

- 2) **Consideration of Performance Agreement Among Prince William County, the Industrial Development Authority of the County of Prince William, and NLT Hotel, LLC, for an Economic Development Opportunity Fund (EDOF) Grant in the amount of \$350,000 and Water/Sewer Availability Fee Credits of \$250,000 for the development of a Boutique Hotel at Farm Brew Live, located on Discovery Boulevard in Prince William County, Brentsville Magisterial District.** Christina Winn, Executive Director, Prince William County Department of Economic Development, noted that this Agreement was approved by the Prince William Board of County Supervisors (BOCS) at its October 24, 2023 meeting. This project was previously approved by the BOCS and the IDA. However, before the approved Agreement was signed, further review determined that the original plans, including a rooftop bar, conflicted with the architectural/engineering requirements for a "boutique hotel." Therefore, plans were slightly altered to forgo the rooftop bar and instead, include a patio outdoor space that could serve a similar function. The alternation required a new Performance Agreement. Following this discussion, *Dexter Montgomery made a motion to approve a Performance*

*Agreement among Prince William County, the Industrial Development Authority of the County of Prince William and NLT Hotel, LLC for an EDOF grant in the amount of \$350,000 and Water/Sewer Credits of \$250,000 for the development of a boutique hotel at Farm Brew Live in the Brentsville Magisterial District. The motion was seconded by Cheryl Kenny and passed unanimously with Harry Horning, Dexter Montgomery, Cheryl Kenny, Terence Battle, and William Malone each voting aye. (Motion passed, 5 ayes, 0 nays, 0 abstentions)*

- 3) **CLOSED SESSION – Potential New Project Not Yet Announced and Update on Loan Request from Manassas Conference Center Developer.** At 7:00pm, in accordance with the Code of Virginia Section 2.2-3711, #5, #6, Dexter Montgomery moved to close this portion of the meeting to discuss a prospective business or industry or the expansion of an existing business or industry where no previous announcement has been made of the business' interest in locating or expanding its facilities in the community. Discussion will also include consideration of the investment of public funds where competition or bargaining is involved, where, if made public initially, the financial interest of the governmental unit would be adversely affected. A specific company's confidential financial information will also be considered. The motion was seconded by William Malone and passed unanimously with Harry Horning, Dexter Montgomery, Cheryl Kenny, Terence Battle, and William Malone each voting aye. (Motion passed 5 ayes, 0 nays, 0 abstentions) Christina Winn, Executive Director, Prince William Department of Economic Development, and Mike Graff, McGuireWoods, Bond Counsel for the IDA, participated in closed session discussions.

*At 7:40pm, Dexter Montgomery moved to resume the open meeting, with members of the IDA certifying that, to the best of their knowledge, only public business matters lawfully exempted from open meeting requirements under the Virginia Code regarding a project where no previous announcement was made, and a project where confidential financial information was revealed, were heard, discussed, or considered by the IDA. The motion was seconded by William Malone and passed unanimously with Harry Horning, Dexter Montgomery, Cheryl Kenny, Terence Battle and William Malone each voting aye (Motion passed 5 ayes, 0 nays, 0 abstentions).*

**CHAIRMAN'S REPORT: Section 6.2 Rules and Procedures Report:** The IDA's Rules and Procedures require the Chair and other officers to report any actions taken or reports received on behalf of the IDA since the last meeting and to update the status of any bond inducement resolutions at the end of the fiscal year. To ensure compliance, the IDA provides a written report every month at the end of the Treasurer's Financial Report, updating bond issuance amounts, current outstanding amounts, and expected maturity dates.

**NEW BUSINESS** (not considered at the beginning of the meeting)

- 1) **Annual Election of Officers** – This item was deferred until IDA's December 4, 2023 meeting.
- 2) **Virginia Tech Industrial Development Authorities Institute (VIDA) Virtual Training** – Most IDA members participated in this virtual training in December 2022. The 2023 session is being offered December 11-12, 2023 for any IDA member that wishes to participate. The specific Agenda is usually released at the end of November.

**OLD BUSINESS:**

The IDA's Mission and Vision as it Relates to:

- 1) **Update on Consideration of the IDA's Policy Regarding Contributions to Community Organizations Under the Virginia Industrial Development Authority Statute, Virginia Code 15.2-4901** – Terence Battle completed a new edition of the Draft Community Contributions Policy. He will distribute it to all IDA members for comment and input prior to the December IDA meeting.

**2) Update on Attendance at Events Related to the IDA's Prince William Chamber of Commerce Business Development Vision Sponsorship:**

Terence Battle and Dexter Montgomery attended the Prince William Chamber Salute to Armed Forces event on October 25, 2023 at Heritage Hunt. Mr. Montgomery noted that Donna Flory played taps for this event.

Terence Battle attended the Chamber Foundation's event at Preston's Pub. The Chamber was presented with a \$50,000 contribution from Colonial Downs Group.

Cheryl Kenny and Dexter Montgomery participated in the Chamber Partners Breakfast held at the new Didlake Corporate Headquarters in Manassas. The new facility was built adjacent to their former building.

**OTHER MATTERS TO COME BEFORE THE AUTHORITY/INDIVIDUAL MEMBERS TIME:**

The next Regular meeting of the PWC Industrial Development Authority will be held on Monday, December 4, 2023 in the Potomac Conference Room at the McCoart Government Administration Building.

Vice Chair Horning congratulated William Malone on recently completing the Chicago Marathon.

There being no further business to come before the IDA, the meeting was adjourned at 7:50pm on the motion of Dexter Montgomery, seconded by Cheryl Kenny.

**Approved: December 4, 2023**