

BOARD OF DIRECTORS MEETING
INDUSTRIAL DEVELOPMENT AUTHORITY
of the Town of Front Royal and County of Warren, Virginia
dba as the Economic Development Authority (EDA)

**The meeting was conducted electronically using ZOOM due to the COVID-19 pandemic*

January 6, 2021, at 8:00 a.m.
Regular Meeting OFFICIAL Minutes

Present*: Jeff Browne, Chair; Greg Harold, Secretary; Jorie Martin, Treasurer; Tom Patteson, Director; Jim Wolfe, Director. Also present were EDA Legal Counsel Sharon Pandak of Greehan, Taves, and Pandak; Doug Parsons, Executive Director; Gretchen Henderson, Administrative Assistant and Recorder.

Others Present*: Walt Mabe and Cheryl Cullers, Warren County Board of Supervisors; Ed Daley, Interim County Administrator; Alex Bridges, Northern Virginia Daily.

Director Melissa Gordon was absent.

Mr. Browne called the meeting to order at 8:02 a.m.

Agenda

Mr. Harold made the motion, seconded by Dr. Patteson, to adopt the agenda as presented. The vote in favor was unanimous as follows:

VOTE

AYES: Browne, Patteson, Martin, Harold, Wolfe

NAYS: 0

ABSTAIN: 0

ABSENT: Gordon

Motion to Go into Closed Meeting was made by Mr. Harold and seconded by Dr. Patteson.

1. 2 matters – Consultation with legal counsel and briefings by staff members pertaining to actual or probable litigation, where such consultation or briefing in open meeting would adversely affect the negotiating or litigating posture of the public body, Town of Front Royal v. EDA, and EDA v. Town of Front Royal, pursuant to Va. Code § 2.2-3711.A.7.
2. 2 matters - Consultation with legal counsel regarding a specific legal matter requiring the provision of legal advice - Proposed Master Agreement with Warren County for Performance Grant and Cincinnati Insurance, pursuant to Va. Code §2.2-3711.A.8.

WHEREAS, pursuant to Va. Code §§2.2-3711.A.7 and 8, such discussion(s) may occur in closed meeting;

The vote in favor was unanimous as follows:

VOTE

AYES: Browne, Patteson, Martin, Harold, Wolfe
NAYS: 0
ABSTAIN: 0
ABSENT: Gordon

The Board entered into Closed Meeting at 8:06 a.m.

Closed Meeting ended at 8:40 a.m.

Director Greg Harold excused himself from the meeting at 10:04 a.m. due to a schedule conflict. He did not participate in any discussions or voting for the remainder of the meeting.

Motion to Certify Closed Meeting was made by Mrs. Martin and seconded by Dr. Patteson. The vote in favor was unanimous as follows:

VOTE

AYES: Browne, Patteson, Wolfe, Martin
NAYS: 0
ABSTAIN: 0
ABSENT: Gordon, Harold

Motions out of Closed Meeting

On a motion by Jorie Martin and seconded by Tom Patteson, the Board unanimously passed a resolution regarding Cincinnati Insurance. The EDA made a claim on its insurance policy with Cincinnati Insurance Company (“Cincinnati”) under the Policy’s Commercial Crime Coverage, which has a \$500,000 limit of liability, regarding alleged misconduct by its former executive director Jennifer McDonald. The EDA and Cincinnati desire to resolve the claim by Cincinnati making payment to the EDA in the amount of \$500,000 upon the EDA executing the attached Release of Cincinnati from any further liability. The vote in favor was unanimous as follows:

VOTE

AYES: Browne, Patteson, Wolfe, Martin
NAYS: 0
ABSTAIN: 0
ABSENT: Gordon, Harold

On a motion by Jorie Martin and seconded by Greg Harold, the board unanimously passed a resolution approving the Commonwealth of Virginia’s Commonwealth Opportunity Fund Performance Agreement with Silent Falcon UASA Technologies. Warren County has been awarded a grant for \$161,482 from the Commonwealth’s Development Opportunity Fund (“COF”) to induce Silent Falcon UASA Technologies (“Silent Falcon”) to locate in the County and creating and maintaining a significant number of new jobs; The County will provide those grant funds to the EDA so that the EDA can provide the funds to or use them for Silent Falcon provided that Silent Falcon meets criteria relating to Capital Investment and New Jobs.

The vote in favor was unanimous as follows:

VOTE

AYES: Browne, Patteson, Wolfe, Martin

NAYS: 0

ABSTAIN: 0

ABSENT: Gordon, Harold

Finally, on a motion by Greg Harold and seconded by Tom Patteson, the Board unanimously approved a motion to extend the date of settlement with 2 East Main, LLC for the purchase of the Afton Inn to February 12, 2021. The vote in favor was unanimous as follows:

VOTE

AYES: Browne, Patteson, Wolfe, Martin

NAYS: 0

ABSTAIN: 0

ABSENT: Gordon, Harold

New Business

On a motion by Jorie Martin and seconded by Tom Patteson, the board unanimously approved an annual grazing lease with Jeremy Baldwin for \$1,000. The vote in favor was unanimous as follows:

VOTE

AYES: Browne, Patteson, Wolfe, Martin

NAYS: 0

ABSTAIN: 0

ABSENT: Gordon, Harold

Adjourn

All business having being completed, a motion to adjourn was made by Mrs. Martin and seconded by Mr. Wolfe. The vote in favor was unanimous as follows:

VOTE

AYES: Browne, Patteson, Harold, Wolfe, Gordon

NAYS: 0

ABSTAIN: 0

ABSENT: Martin

The meeting was adjourned at 8:45 a.m.

Until the Governor's State of Emergency has been lifted, all EDA board meetings will be conducted virtually.

The next EDA regular board meeting for November/December is Friday, January 22, 2021.

January 6, 2021