



**ECONOMIC DEVELOPMENT AUTHORITY  
COUNTY OF POWHATAN**

**January 9, 2023 at 6:00 P.M.**

**Village Building  
Conference Room  
3910 Old Buckingham Road  
Powhatan, Virginia 23139**

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**MEETING AGENDA**

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- A. Call to Order**
- B. Election of Chairman – to be conducted by Secretary**  
Newly elected Chairman takes office and presides over the remainder of the meeting.
- C. Election of Officers (Action Item)**
  - a. Vice-Chair
  - b. Treasurer
  - c. Secretary
- D. Adoption of Proposed 2023 By-Laws (Action Item)** Pages 1-5
- E. Adoption of 2023 Meeting Schedule (Action Item)** Pages 6
- F. Minutes (Action Item)**
  - a. November 14, 2022 Pages 7-9
- G. Treasurer’s Report**
  - a. Monthly Report
- H. Old Business**
  - a. Funding of Capital Region SBDC Office for 2023-2026 (Action Item)
  - b. County Entrance Signage Phase II Program
    - i. Lighting on newest sign
    - ii. Future sign plans
    - iii. Sponsorship of Landscaping around Rt. 60 Main Entrance sign
  - c. Discussion of Rural Solar Development Coalition
- I. New Business**
  - a. Discussion of Economic Development Plan for Business Attraction
- J. Closed Session & Certification (if needed)**
- K. Adjournment**

**2023 BY LAWS OF THE  
ECONOMIC DEVELOPMENT AUTHORITY OF  
POWHATAN COUNTY, VIRGINIA**

**ARTICLE I  
NAME, PURPOSE AND POWERS**

**Section 101. Name.** The name of this body shall be the Economic Development Authority of Powhatan County, Virginia (the “Authority”).

**Section 102. Purpose.** The purpose of the Authority shall be to acquire, own, lease, and dispose of properties to the end that it may be able to promote industry and develop trade by inducing manufacturing, industrial, governmental and commercial enterprises to locate in or remain in the Commonwealth of Virginia and to further the use of its agricultural products and natural resources; to issue revenue bonds or similar instruments authorized by the Powhatan County Board of Supervisors, to encourage economic development by assisting in the expansion of existing businesses and by assisting businesses to locate in Powhatan County, with the underlying purpose of increasing the commercial tax base; and to exercise all powers that may be necessary to enable the Authority to accomplish such purposes for the benefit of the citizens of Powhatan County, as set forth in the Industrial Development and Revenue Bond Act, Chapter 49, Title 15.2 of the *Code of Virginia* of 1950, (Va Code §15.2-4900, *et seq.*), as amended (the “Act”).

**Section 103. Powers.** The Authority shall be vested with all powers that may be necessary to enable it to accomplish its purposes, and all such powers shall be exercised for the benefit of the citizens of Powhatan County either through the increase of their commerce, or through the promotion of their safety, health welfare, convenience or prosperity. The Authority may exercise all powers granted to it by the Act as may be in effect from time to time. The Authority shall be a separate and distinct legal entity from Powhatan County, Virginia and shall be, in accordance with the Act, a political subdivision of the Commonwealth of Virginia.

**ARTICLE II  
BOARD OF DIRECTORS AND OFFICERS**

**Section 201. Board of Directors.** The Authority shall be governed by a Board of Directors in which all powers of the Authority shall be vested.

**Section 202. Number, Appointment, and Terms of Directors.** There shall be five Directors of the Authority who shall be appointed by the Board of Supervisors of Powhatan County, Virginia. The term for each Director shall be for four years from the date of appointment by the Board of Supervisors. Each Director, before entering upon his duties, shall take and subscribe the oath prescribed by the Act. No Director shall be an officer or employee of Powhatan County, Virginia.

**Section 203. Vacancies.** The Board of Supervisors of Powhatan County, Virginia, shall make any appointments necessary to fill any vacancies upon the Board of Directors, such appointment being for the unexpired term of any Director who shall have resigned or otherwise vacated his office. The Chairman of the Board of Directors shall promptly notify the Board of Supervisors of Powhatan County of any vacancy which may occur in the Board of Directors.

**Section 204. Officers.** The officers of the Board shall be a Chairman, a Vice-Chairman, a Treasurer and a Secretary. The Chairman, Vice-Chairman and Treasurer shall be a Director of the Board. The Secretary may be a Director of the Board.

- A. The Chairman shall preside at all meetings of the Authority; may appoint members of the Authority to any committees or as liaison to any other governmental agencies, authorities, committees, or commissions; shall act as a signatory when authorized; and shall have overall responsibility for accomplishment of the Authority's goals and purposes.
- B. The Vice Chairman shall, in the absence of the Chairman, exercise all of the Chairman's powers and duties. In the event the office of Chairman becomes vacant, the Vice Chairman shall immediately become the Chairman.
- C. The Secretary shall be responsible for notice of meetings. The Secretary shall prepare and distribute the agenda for each meeting at the direction of the Chairman. The Secretary shall be responsible for taking and distributing the minutes of every meeting of the Authority. The Secretary shall be responsible for all the creation of correspondence for the Chairman and Directors. The Secretary shall maintain copies of all reports, correspondence, contracts, agreements, documents, audits, rules and regulations and any other records as may be directed by the Board of Directors.
- D. The Treasurer shall be custodian of all funds of the Authority; shall keep and maintain suitable financial records as may be directed by the Board of Directors; shall arrange for an annual audit of the accounts of the Authority by an independent Certified Public Accountant, subject to the prior approval of the Board of Directors, and shall report to the Directors the results of such annual audit.
- E. In addition to the foregoing powers and duties, each Officer of the Authority may exercise any powers conferred upon him by the Act as may be in effect from time to time and all other powers as are customarily exercised by such officer in similar organizations or authorities as may be expedient, necessary or proper to further the lawful purposes of the Authority. During the absence of any Officer, the Directors may designate any member of the Authority to perform the duties of the absent officer until his return.

**Section 205. Quorum.** Three members of the Board of Directors shall constitute a quorum of the Board for the purposes of conducting its business and exercising its powers and for all other purposes, except that no facilities owned by the Authority shall be leased or disposed of in any manner without a majority vote of the members of the Board of Directors. No vacancy in the membership of the Board of Directors shall impair the right of a quorum to exercise all the powers and perform all the duties of the Board of Directors.

**Section 206. Voting.** Except as otherwise required in these bylaws or by the Act, voting shall be by a simple majority of those present at any duly constituted meeting of the Board of Directors. No Director shall be allowed to vote by proxy at any meeting of the Authority.

**Section 207. Meetings and Notices.** All proceedings and meetings of the Authority are subject to the Virginia Freedom of Information Act, Chapter 37 of Title 2.2 of the *Code of Virginia*, (Va. Code §2.2-3700, *et seq.*), as amended.

Special meetings of the Board of Directors may be called by the Chairman or a majority of the Board of Directors. Notice specifying the time and place of any special meeting shall be given to each Director and Officer of the Authority at least 24 hours before such meeting by personally delivering such notice to him or her or by telephone, electronic mail, or mailing such notice to him or her at least 24 hours before the meeting.

The presence of any Officer or Director at a special meeting shall be deemed an acknowledgement of the timely receipt of notice thereof or a waiver of any such notice. Special meetings may be held without notice if all of the Directors are present or those not present sign written waiver of notice before or after the meeting.

All meetings, regular or special, at which formal action is taken shall be open to the public.

**Section 208. Minutes.** The Secretary of the Authority shall keep minutes of all meetings and proceedings and all such minutes shall be open to public inspection at all times at the office of the Economic Development Authority 3834 Old Buckingham Rd, Suite A, Powhatan, VA 23139.

**Section 209. Financial Transactions, Records and Fiscal Year.** The Treasurer of the Authority shall keep suitable records of all financial transactions of the Authority and shall arrange to have the same audited following the end of each fiscal year, subject to the approval of the Board of Directors. Copies of each audit shall be furnished to the Board of Supervisors of Powhatan County, Virginia and all such other persons as the Board of Directors may deem appropriate, and shall be open to public inspection at the office of the Economic Development Authority. The fiscal year of the Authority shall begin on July 1, and end on the last day of June next following.

**Section 210. Agenda of Meetings.** The format of all regular meetings of the Board of Directors shall be as follows, subject to amendment:

- A. Call to Order.
- B. Recognition of Guests
- C. Reading, correction and approval of the minutes of the last meeting.
- D. Treasurer's Report.
- E. Old Business.
- F. New Business.
- G. Adjournment.

**Section 211. The Board Organizational Meeting.** The Board shall organize annually by the election of officers at the first meeting held in January. The term of office for officers shall be one year. The officers shall serve until the next Board organizational meeting. If new officers

are not elected at any such organizational meeting, the existing officers shall continue to serve until such time as new officers are elected.

The first order of business at the organizational meeting shall be the election of the Chairman. The new Chairman shall then assume office and preside over the remainder of the meeting.

The agenda for the organizational meeting shall include setting time, place and dates of regular Board meetings and other items of annual business as appropriate.

### **ARTICLE III COMMITTEES**

**Section 301. Committees.** The Board of Directors may appoint from time to time such other committees as it may deem to be necessary and expedient to promote the purposes of the Authority. Such committees shall be advisory only and shall not be empowered to act by or on behalf of the Authority. Members of any committee shall not be compensated for their services.

### **ARTICLE IV COMPENSATION FOR AUTHORITY MEMBERS**

**Section 401. Compensation.** Except as permitted by the Act, Directors and Officers of the Authority, or any members of any committees appointed by the Board of Directors, shall not receive any compensation for their services but may be reimbursed for necessary traveling and other expenses incurred in the performance of their duties subject to the approval of the Chairman or Treasurer.

### **ARTICLE V SEAL OF THE AUTHORITY**

**Section 501. Seal.** The seal of the Authority shall be a flat-faced circular die with the name of the Authority engraved thereon and such other words and figures as may appear thereon, as evidenced by a sample of such seal which appears on the margin of these bylaws opposite this section.

**ARTICLE VI**  
**CHECKS, NOTES, DRAFTS AND OTHER LEGAL DOCUMENTS**

**Section 601. Authorized Signatures.** Checks, and drafts equal to or greater than \$100.00 shall be signed by the Chairman or Vice Chairman and by the Treasurer. Checks and drafts less than \$100 require only one signature and may be signed by either the Chairman or the Vice-Chairman or the Treasurer. Revenue bonds or similar instruments previously approved by the Board of Supervisors will be signed only by the Chairman of the Authority and attested by the Secretary.

**ARTICLE VII**  
**RULES AND REGULATIONS**

**Section 701. Rules of Order.** Roberts Rules of Order Newly Revised or any subsequent edition thereof, shall govern all matters of procedure not specifically set forth in these bylaws or the Act.

**Section 702. Rules and Regulations.** The Board of Directors may adopt, amend and alter from time to time such rules, regulations, or forms which it may deem necessary or expedient for the management of the affairs of the Authority and which shall not be inconsistent with the Act. The Secretary of the Authority shall maintain current copies of all rules, regulations, and forms adopted by the Authority, which shall be available for public inspection at all times at the office of the Economic Development Authority.

**ARTICLE VIII**  
**AMENDMENTS**

**Section 801. Amendments of Bylaws.** These bylaws may be amended by a majority of the Board of Directors present at any duly constituted meeting, provided written or oral notice of such amendment shall have been given to the Directors and Officers at least 24 hours prior to any such meeting.



**Powhatan County**  
Economic Development

## **Economic Development Authority** **2023 Meeting Schedule**

Meetings are held the 2<sup>nd</sup> Monday of each month at 6 PM unless otherwise noted.

February	13 <sup>th</sup>
March	13 <sup>th</sup>
April	10 <sup>th</sup>
May	8 <sup>th</sup>
June	12 <sup>th</sup>
July	10 <sup>th</sup>
August	14 <sup>th</sup>
September	11 <sup>th</sup>
October	10 <sup>th</sup> *
November*	13 <sup>th</sup>
December	11 <sup>th</sup>
January, 2023	8 <sup>th</sup>

\*Meeting is off of regular 2<sup>nd</sup> Monday schedule.

November 14, 2022

**MEETING OF THE POWHATAN COUNTY ECONOMIC DEVELOPMENT AUTHORITY  
HELD IN THE VILLAGE BUILDING CONFERENCE ROOM, 4290 ANDERSON HIGHWAY  
IN POWHATAN COUNTY, VIRGINIA, NOVEMBER 14, 2022 AT 6:00 PM**

**EDA Members Present:** Dan Jones, Chairman  
Frank Rennie, Vice-Chairman  
Russ Holland, Jr.

**Absent:** Tim Benusa, Treasurer  
Matt Schiefer

**Staff Members Present:** Roxanne Salerno, Economic Development Manager

**Guest:** Tati Pena, Capital Region SBDC Office  
Brian Gould, Whitting Turner Contracting Co.  
Brian Billings, Whitting Turner Contracting Co.

**A. Call to Order**

Chairman Jones called the meeting to order at 6:01 p.m. and noted that all members were present with the exception of Mr. Benusa and Mr. Schiefer. A quorum was established.

**B. Meeting minutes from September 12, 2022 – Mr. Holland motioned to approve the meeting minutes. Mr. Rennie seconded the motion. Mr. Rennie, Mr. Holland and Chairman Jones voted AYE. MOTION Passed (3/0).**

**C. Old Business-**

- a. **County Entrance Signage Update & Phase II Sign Program-** Mrs. Salerno gave the board an update on the county entrance sign which has a new installation date of 11/17/2022. The board discussed other locations to install signs and asked staff to bring information back to the next meeting on VDOT counts at intersections, ability to get a larger sign at the intersection and any additional options for future signs. The board and staff discussed whether it would be better to have similar signs as the one being installed or more robust signs at the other locations and budgeting for multiple signs.
- b. **BoS/EDA Meeting Follow-Up-** Mrs. Salerno reported that there has not been any further discussion of the joint meeting at this time.



November 14, 2022

**D. New Business-**

- a. Capital Region SBDC Office Presentation-** Ms. Tati Pena, Assistant Director, gave a presentation and overview of the Capital Region SBDC’s work since formation in 2020 with a specific view of their work in Powhatan with local businesses. The need for more in-person programming was discussed as a priority for Powhatan and more events to get the Powhatan business community familiar with the SBDC’s offerings.
  
- b. Workforce Development for Adult Education Update-** Mrs. Salerno gave an update on the collaborative partnership between Powhatan Schools and the Economic Development department to plan and create the newly re-launched Adult Education Program that has begun offering classes this fall. The board discussed what opportunities this presented for citizens and businesses and hopes to see more coming from this program in the future.
  
- c. PLI Sponsorship Requests-** Mrs. Salerno presented the sponsorship request from the Powhatan Leadership Institute and gave the level of support to be considered. The board briefly discussed the program’s history and its values and benefits. The board asked that staff see whether the EDA board could join the ED department staff at the ED night presentation to increase awareness of the EDA board’s role. Mr. Rennie made a motion to fund the sponsorship to PLI at a level of \$1,000 for the 2023 year. Mr. Jones seconded the motion. Mr. Rennie, Mr. Holland and Chairman Jones voted AYE.  
**MOTION Passed (3/0).**

Mrs. Salerno also gave an update on the recent VDACS conference that was hosted in Goochland and Powhatan to promote Ag-related businesses across both counties and showcase their unique assets in this sector.

**E. Closed Session-**

WHEREAS, the Economic Development Authority of Powhatan County desires to discuss in Closed Meeting the following matter(s):

Discussion or consideration of the lease 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 public body concerning a parcel along Urbine Road.

WHEREAS, pursuant to: §2.2-3711(A)(1) (A)(3) of the Code of Virginia, such discussions may occur in Closed Meeting;

NOW, THEREFORE, BE IT RESOLVED that the Economic Development Authority of

November 14, 2022

Powhatan County does hereby authorize discussion of the aforesaid matters in Closed Meeting. Mr. Rennie made a motion to approve a closed meeting by the state code of Virginia. Mr. Schiefer seconded the motion. Mr. Rennie, Mr. Holland and Chairman Jones voted AYE. **MOTION Passed (3/0).**

**Certification of Closed Meeting** as authorized by the Code of Virginia.

To the best of your knowledge, were the only matters discussed in the closed meeting public business matters lawfully exempted from open meeting requirements, and that only such public business matters as were identified in the motion by which the closed meeting was convened were heard, discussed, or considered in the closed meeting.

<b>Director</b>	<b>Aye</b>	<b>Nay</b>	<b>Abstain</b>	<b>Absent from Meeting</b>
Frank Rennie Jr.	X			
Timothy Benusa				X
Russell E. Holland, Jr.	X			
Matt Schiefer				X
Daniel G. Jones	X			
<b>Staff</b>	<b>Aye</b>	<b>Nay</b>	<b>Abstain</b>	<b>Absent from Meeting</b>
Bret Schardein				X
Roxanne Salerno	X			

**F. Adjournment**

There being no further business, Mr. Jones moved to adjourn the meeting. Mr. Rennie made the motion and Mr. Holland seconded the motion. Mr. Rennie, Mr. Holland, and Chairman Jones voted AYE. **MOTION Passed (3/0).**

The meeting was adjourned at 8:07 p.m.

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Dan Jones, Chairman  
Economic Development Authority

Date

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Roxanne Salerno, Secretary  
Economic Development Authority

Date