

ECONOMIC DEVELOPMENT AUTHORITY
OF THE
CITY OF MANASSAS
ANNUAL MEETING
January 10, 2023

MEMBERS PRESENT: Mark T. Olsen, Chairman
Sheryl Bass
Larry Naylor
Scott Hepburn, Treasurer
Denise Harrover, Secretary
Gary Jones, II, Vice-Chairman
Andrea Morisi

W. Patrick Pate, City Manager, *ex-officio*
Patrick J. Small, ED Director, *ex-officio*
Kris Spitler, Counsel

MEMBERS ABSENT: None

OTHERS PRESENT: Ralph Smith, Council Liaison

DETERMINATION OF QUORUM

Chairman Mark Olsen called the Annual Meeting to order at 6:00PM. A quorum was present.

ELECTION OF OFFICERS

Chairman Olsen called for nominations for officers. Gary Jones nominated the following individuals as a slate to serve in the following roles which was seconded by Larry Naylor.

Gary Jones, II, Chairman
Denise Harrover, Vice-Chairman
Andrea Morisi, Secretary
Scott Hepburn, Treasurer

There being no additional nominations the Chairman asked the Secretary to call the roll:

Mark T. Olsen – AYE
Sheryl Bass – AYE
Larry Naylor – AYE
Scott Hepburn – AYE

Denise Harrover – AYE
Gary Jones – AYE
Andrea Morisi - AYE

The motion passed 7-0.

The Chairmanship passed to Gary Jones.

APPOINTMENT OF COUNSEL

Mark Olsen moved to appoint the law firm of Vanderpool, Frostik, and Nishanian as Legal Counsel which was seconded by Andrea Morisi. There being no further discussion the Chairman asked the Secretary to call the roll.

Mark T. Olsen – AYE
Sheryl Bass – AYE
Larry Naylor – AYE
Scott Hepburn – AYE
Denise Harrover – AYE
Gary Jones – AYE
Andrea Morisi - AYE

By a vote of 7-0 VF&N was appointed Legal Counsel.

MINUTES

Mr. Small noted an error in the date of the header for one of the sets of minutes and that it had been corrected. Scott Hepburn moved to approve the Minutes of the October 11 and December 13 meeting as amended which was seconded by Andrea Morisi. There being no discussion Chairman Olsen asked the Secretary to call the roll.

Mark T. Olsen – AYE
Sheryl Bass – AYE
Larry Naylor – AYE
Scott Hepburn – AYE
Denise Harrover – AYE
Gary Jones – AYE
Andrea Morisi - AYE

The motion passed 7-0.

FINANCIAL REPORTS

None.

NEW BUSINESS

None.

OLD BUSINESS

Mr. Small advised the members that he had talked with the EDA attorney about the provisions in the agreements governing the Landing as discussed at the prior meeting. He noted language was being drafted for the Chairman's signature extending the repurchase provision on the previously acquired parcel and that no further action by the body was necessary. He stated that as it regarded the takedown schedule, any revision would require amending the contract. He advised the members that because the length of time remaining was minimal, abolishing the takedown schedule was more prudent than amending it. He noted that it was likely at least one or both of the office parcels would not be taken down before the contract expired regardless and that abolishing the schedule would prevent EDA from having to do any future amendment to it. Mr. Small noted the EDA attorney had no legal concerns about that approach and that the developer supported it. He also noted any amendment would require review by City Council. After some discussion the members unanimously consented for Mr. Small to work with EDA attorney and developer to draft the amendment, present it to City Council for review, and subsequently bring it back before EDA for action.

CLOSED SESSION

I, Denise Harrover, move that the Economic Development Authority of the City of Manassas convene in closed session for discussion concerning a prospective business since no previous announcement has been made of the business' interest in locating or expanding in the City as permitted by Virginia Code 2.2-3711 Paragraph A (5) for which the Virginia Freedom of Information Act permits discussion in closed session which was seconded by Scott Hepburn. There being no further discussion Secretary Morisi called the roll.

Mark T. Olsen – AYE
Gary Jones – AYE
Denise Harrover – AYE
Scott Hepburn – AYE
Sheryl Bass – AYE
Larry Naylor – AYE
Andrea Morisi – AYE

The motion passed 7-0.

After reconvening in Public Session Denise Harrover moved that the Economic Development Authority of the City of Manassas certify that, in the closed session just concluded, nothing was discussed except the matters (1) specifically identified in the motion to convene in closed session and (2) lawfully permitted to be discussed under the provisions of the Virginia Freedom of Information Act cited in the motion which was

seconded by Scott Hepburn. There being no further discussion Secretary Morisi called the roll.

Mark T. Olsen – AYE
Gary Jones – AYE
Denise Harrover – AYE
Scott Hepburn – AYE
Sheryl Bass – AYE
Larry Naylor – AYE
Andrea Morisi – AYE

The motion passed 7-0.

Mr. Small noted that no action regarding the business discussed in Closed Session was necessary and that the matter would be placed on the regular agenda of a future meeting.

ADJOURNMENT

Mr. Small reminded the members to file their Conflict of Interest Statements and Chairman Jones adjourned the meeting at 7:30pm.