



# Grayson County Economic Development Authority

P. O. Box 217; Independence, VA 24348

December 14, 2015

## MEETING MINUTES

### Members Present

Ricky Anderson  
Larry D. Osborne  
Greg Webb  
Robert E. Williams  
Joe Killon  
Tony Shaffner

### Staff Present

Jonathan D. Sweet  
Mitch Smith  
Leesa Gayheart

### Members Absent

William F. Halsey

### Staff Absent

Leesa Gayheart

### OPEN MEETING

Chairman Ricky Anderson opened the meeting.

### ROLL CALL

Secretary Jonathan D. Sweet called the roll and determined a quorum was present. William F. Halsey was absent.

### APPROVAL OF MINUTES

Robert E Williams made the motion to approve the minutes from October 14, 2015; duly seconded by Larry D. Osborne. Motion carried 6-0.

### FINANCIAL REPORT

None

### PRESENTATION

None

### OLD BUSINESS

None

## **NEW BUSINESS**

Jonathan D. Sweet explained the Resolution (listed below) to finance the purchase of a new bridge loan for the Sheriff's facility and equipping the building. Joe Killon made the motion to accept the commercial loan from Grayson National Bank and Chair/Vice Chair and Secretary to sign all documents; duly seconded by Tony Shoffner. Motion carried 5-0 with Larry D. Osborne abstaining.

### **RESOLUTION OF THE ECONOMIC DEVELOPMENT AUTHORITY OF GRAYSON COUNTY, VIRGINIA**

**WHEREAS**, the Board of Supervisors (**the "Board of Supervisors"**) of the County of Grayson, Virginia (**the "County"**) desires to finance the design, acquisition and equipping of a new sheriff's department building for the benefit of the County (**the "Project"**);

**WHEREAS**, at the request of the County, the Economic Development Authority of Grayson County, Virginia (**the "Authority"**) has obtained a commitment for long-term financing of the Project through the U.S. Department of Agriculture, Rural Development, as set forth in its commitment dated September 25, 2015 (**the "RD Commitment"**), to be secured by a deed of trust on the Project;

**WHEREAS**, the Authority desires to obtain interim financing to fund the acquisition of the Project before the permanent financing set forth in the RD Commitment is obtained and has received a proposal (**the "Proposal"**) from Grayson National Bank (**the "Bank"**) that it has determined to provide the most advantageous financing for the costs of the Project;

**WHEREAS**, the Board of Supervisors determined at its meeting on August 28, 2015 that the Proposal for a fixed rate 10 year financing of the Projects and a fixed rate 4 year financing for the refunding of the Outstanding 2003 Note was the most advantageous for the County;

**WHEREAS**, the Authority proposes to issue, offer and sell its note in the principal amount of not to exceed \$660,000 (**the "Note"**), to finance a portion of the costs of the Project to accomplish certain purposes of the Virginia Economic Development and Revenue Bond Act (**the "Act"**);

**WHEREAS**, the Authority proposes to (a) issue the Note and sell the Note to the Bank, and (b) use the proceeds of the Note to finance the acquisition of the Project by the Authority for the use of the County pursuant to an arrangement between the County and the Authority; and

**WHEREAS**, there have been presented to this meeting, drafts of the Note, a copy of which shall be filed with the records of the Authority.

**NOW THEREFORE, BE IT RESOLVED** by the Economic Development Authority of Grayson County, Virginia:

1. The Authority hereby finds and determines that the undertaking of the design, acquisition, construction and equipping of the Project will be consistent with the purposes of the Act and that the Project is an "authority facility" within the meaning of the Act.
2. The Authority hereby accepts the structure proposed by the Bank in the Proposal, subject to the parameters set forth in Paragraph 4 hereof, and as requested by the Board of Supervisors and instructs the officers of the Authority and its counsel to take all such

action as necessary or appropriate to conclude the financing by the issuance of the Note of the Authority.

3. The following plan for financing the costs of the Project is approved. The Authority shall use the proceeds from the issuance of the Note to finance a portion of the costs of the Project. The obligation of the Authority to pay principal and interest on the Note will be secured by the revenues of the Authority, without any pledge or undertaking from the County in relation thereto or other security.
4. The Authority hereby approves the Proposal and the form of the Note in the principal aggregate amount of up to \$660,000 with the Note maturity date six months from the date of issuance (expected to be June \_\_, 2016 assuming an issuance date of December \_\_, 2015), payable as to interest at maturity at a variable interest rate equal to the prime rate (as determined in accordance with the Proposal) plus 0%, and payable as to principal at maturity or at prepayment thereof, as set forth in the form of Note, with such changes, including but not limited to changes in the amounts, dates, payment dates and rates as may be approved by the officer executing them whose signature or signatures shall be conclusive evidence of his or their approval of the same.
5. The Chairman or Vice Chairman of the Authority, or either of them, and Secretary of the Authority are each hereby authorized and directed to execute such other instruments and documents as are necessary to issue the Note and to finance and acquire the Project, including but not limited to a loan agreement containing any addition provisions set forth in the Commitment and any agreement with the County regarding the construction and operation of the Project.
6. The officers, agents and representatives of the Authority are hereby authorized and directed to execute, deliver and file all certificates and documents and to take all such further action as they may consider necessary or desirable in their sole and absolute discretion in connection with the issuance and sale of the Note, and to take all such further action as they may consider necessary or desirable in connection with the issuance and sale of the Note and the financing and acquisition of the Project.
7. The Authority consents to Sands Anderson PC, Richmond, Virginia, acting as County Attorney and Authority Counsel in this financing.
8. Any authorization herein to execute a document shall include authorization to deliver it to the other parties thereto and to record such document where appropriate.
9. All other acts of the officers of the Authority that are in conformity with the purposes and intent of this resolution and in furtherance of the issuance and sale of the Note, the undertaking of acquisition, design and construction of the Project are hereby approved, ratified and confirmed.
10. Nothing in this Resolution, the Note, or any other documents authorized hereunder shall constitute a debt or a pledge of the faith and credit of the County, and the Authority shall not be obligated to make any payments under the Note except from the revenues pledged thereunder.
11. This resolution shall take effect immediately.

ADOPTED THIS 14TH DAY OF DECEMBER, 2015.

#### CERTIFICATION OF ADOPTION OF RESOLUTION

The undersigned Secretary of the Economic Development Authority of Grayson County, Virginia hereby certifies that the Resolution set forth above was adopted in an open meeting on December 14th, 2015, by the Authority with the following votes:

Aye:

Absent:

Nay:

Abstentions:

Signed this \_\_\_ day of December, 2015.

By: \_\_\_\_\_  
Secretary

**EXECUTIVE SESSION**

None

**INFORMATION AND UPDATES**

None

**ADJOURN**

Chairman Ricky Anderson adjourned the meeting.