

# VCEDA BOARD APPROVED

VCEDA April '22 Meeting

VENANGO COUNTY ECONOMIC DEVELOPMENT AUTHORITY

Meeting Minutes

April 19, 2022

Venango Courthouse Annex Room 100

**Present:**

Chip Abramovic  
Mike Dulaney  
Sam Breene  
Alan Schiller  
Bonnie Summers  
Rod Griffin  
Bill Moon

**Staff:**

Emily Lewis  
Taylor Mosher

**Guests:**

Ashley Smith, VCRPC  
Roger McCauley, Resident  
Kara O'Neil, The Derrick  
Rich Winkler, Solicitor

**Excused:**

I. Call to Order

The monthly board meeting was called to order by Sam Breene at 10:30 A.M.

II. Approval of Minutes

a. 3/15/2022 Regular Meeting Minutes

- ✓ Motion to approve the meeting minutes by Bonnie Summers; Seconded by Rod Griffin. So moved.

III. Public Comment on Agenda Items

None. So moved.

IV. Special Purpose Matters

a. Approval of Baker & Hostetler Agreement

- i. Emily presented the board with a copy of an agreement from Baker & Hostetler for attorney work regarding Federal Historic Tax Credits. She noted that Rich Winkler had reviewed the agreement and finds no issue. There is an hourly rate and an estimated fee of \$75,000 but will be billed on actual hourly time spent. The fees are reimbursable with the tax credits. Emily noted that it is based on total qualified estimated expenses – currently estimated at \$1 million. Rod Griffin asked if the Authority currently has the funds to pay for the attorney. Emily noted that the Commissioners have agreed to loan the Authority the funds that will be reimbursed. The board reviewed the cash flow of the project as stated below. Rod Griffin expressed his concern regarding the timeline to spend EDA funds and deliver the 5th-floor triggering payback of different loans. He noted that a strategic plan is needed to set a direction for the Authority and the building to create a financially sustainable building and entity before focusing on fundraising for construction. Emily and Diona stressed the importance of finishing the 5<sup>th</sup> floor and critical infrastructure with current contracts and grants that have been awarded. Emily also noted that she doesn't want to stop fundraising for construction when there is a proposed tenant ready to move into the 1<sup>st</sup> floor. Emily requested the board gives staff of the Authority direction to move forward.

Sam noted that moving forward with agreements like this is essential to fundraising and completing the project.

- ✓ Motion to approve the Baker & Hostetler agreement by Bonnie Summers; seconded by Alan Schiller. Opposed by Rod Griffin. So moved.
- b. Approval of Rubin Brown Agreement
  - i. Emily presented the board with an agreement with Rubin Brown LLP to prepare the financial computer model, including revisions, for the Historic Tax Credit.
  - ✓ Motion to approve the agreement with Rubin Brown by Bonnie Summers; seconded by Alan Schiller. So moved.

V. Financial Report

- a. Diona Brick presented the financial report. She then presented the balance sheet through March and a list of invoices paid.
  - ✓ Motion to accept the financial report including invoices by Alan Schiller; Seconded by Rod Griffin. All in favor. So moved.

Diona noted that Spark Community Capital has a ceiling on charges at \$5,000. She requested that the Commissioners change agreements with SCC from the Park and Planning to add more funding to the Authority. She noted that expanding the agreement from \$5k to \$13k with any additional invoices to be approved by the Authority board.

- ✓ Motion to set the agreement with Spark Community Capital from not to exceed \$5,000 to \$13,000 by Bonnie Summers; Seconded by Bill Moon. So moved.
- b. 100 Seneca Cashflow
  - i. Diona presented a cashflow spreadsheet taking the board from project start from building purchase in 2017 to currently completed construction in 2021. She noted that phase 3 in 2022 currently does have a shortfall for 5<sup>th</sup> floor build out based on the cost estimate. Emily is applying for additional grants and requested additional funding of \$300k from ARC. Diona noted that the county has invested \$1.2 million with \$1 million of that being match that was previously slated for the Multimodal facility match that came from the sale of the county nursing home. \$203,992 general fund dollars were used for building purchase and a feasibility study for the building. Emily noted that she is fundraising for construction and not spending any money on projects that haven't been fully funded. Diona went through operations projections as a framework ProForma for 2023-2026.

VI. Ongoing Projects

- a. 100 Seneca at Cornplanter Square
  - i. Funding Timeline
    - Emily presented to the board a list of current grants she is aware of and planning on applying for with timelines of when the applications open and close, anticipated award announcement dates, the sources of funding, requested amounts, and notes of how each grant funding would be used if awarded.
  - ii. Construction Timeline
    - Emily noted that in Package A – Building Infrastructure (\$4.4 million),

construction duration has been expanded to close out by the end of December due to HVAC equipment and material lead times. Package B – Masonry Repairs (\$432,000) is planned for April – October construction.

iii. Owner's Representative RFP Discussion

Emily noted she created a Request for Proposals for 100 Seneca project site supervision services to make regular visits to observe construction progress and perform tasks to monitor, review, and assist with design and construction.

VII. Staff Report

- a. Taylor gave an update on the eAcademy. She noted that she has been communicating with schools about the next school year and has been planning/updating the curriculum for the program. She mentioned that the eAcademy is going to tour Stronghold Digital Mining and Whitehall Camp Conference Center. Taylor expressed her excitement about the upcoming end-of-year Demo Day competition slated for May 19<sup>th</sup> at 5 pm.

VIII. Around the Table Report

Bonnie Summers mentioned that the Cranberry Economic Development Authority is meeting with John Gemler from Life NWPA about developing property near the UPMC for social services and is working with Hershey Childcare.

IX. Public Comment – General

Rodger McCauley expressed his concerns about the lack of agreement between board members regarding the direction of the Authority and strategic planning for both the entity and building.

X. Adjournment

- ✓ Motion to adjourn by Alan Schiller; Seconded by Bonnie Summers at 12:15 PM.

Respectfully submitted,  
Ashley Smith, VCRPC