

**MINUTES
ESSEX COUNTY
ECONOMIC DEVELOPMENT AUTHORITY
December 1, 2022**

A meeting of the Economic Development Authority of Essex County was held on the 1st day of December 2022, with the following present:

Present:

William A. Croxton, Chairman
Lisa Andrews, Vice-Chairman
Tim Smith – Treasurer
Ronnie Sidney
James Acors

Also present:

Absent:

David Holt
Jamie Segar

RE: CALL TO ORDER

Chairman Croxton called the meeting to order. A quorum was met.

RE: APPROVAL OF MINUTES

Chairman Croxton asked for the approval of the minutes from the November 3, 2022 meeting. A motion was made to add in a sentence that the Hobbs Hole development will have 39 new homes in the first section that has been approved with the second section which will bring the total to 80. Ayes: 5 Nays: 0 A Motion was made to approve minutes as amended and seconded. Ayes: 5 Nays: 0

RE: TREASURER'S REPORT

Treasurer Smith reported that at the last meeting you all gave us permission to cash out the CD, the 12 month and the 13-26 month CD, which Bill and Tim did on November 4, 2022. As of the end of November, the balance of the checking account is \$34,804.08. . It was also mentioned at the last meeting that Lisa Andrews would meet with Edward Jones which is offering Broker deposits with interest rates at 4.5% . That meeting is set up for December 7th that. This would put money in FDIC insured institutions. The motion was made to approve the Treasurers report. Ayes: 5 Nays: 0

New Business

Bylaws Review

Treasurer Smith stated that since we have been having to fill out the financial disclosure statement and the state and local statement of economic interest, which is required but it is not mentioned in the

bylaws, it probably should be added so that people know. Chairman Croxton said that was probably a good idea. The bylaws were written in 2015 and we started filing the statements out in 2020. Chairman Croxton asked Vice Chairman Andrews to edit the bylaws. He also pointed out that section 3-3 incorrectly states a member's term is three years as appointed by the board not four.

Treasurer Smith wanted to discuss 3-1 as he is now an employee of the county part-time. He stated we had the discussion when he first came on the board and Rob Hodges was on the EDA but took on a role with the County. He was not sure if this is a result of that discussion but it is the last line where it reads 'with the exception of the treasurer and secretary no director shall be an officer or employee of Essex County.' Chairman Croxton said he could explain part of it and he had also had a discussion with Assistant County Administrator April Rounds. He stated that when the bylaws were written we had an EDA director employed by the county, Trent Funkhauser, but as an EDA Director he could also act as treasurer or secretary of this group. They also stated that the position of being part-time, do not write checks for the county, does not preclude you from being on the board. The language of that needs to be further interpreted. Vice Chairman Andrews stated that it might not need interpretation but it could require an ethics ruling. As the bylaws state if they are an employee of the county they could only serve as treasurer or secretary. Vice Chairman Andrews suggested the sentence be 'in the officer selection no employee or officer of Essex county may serve as an officer of the EDA except the office of treasurer or secretary.'

Vice Chairman Andrews referred to section 4-2 it which is similar. suggested that if the restriction states no employee of Essex County could serve as Chairman or Vice Chairman. Is that the intent to be exclusive?

Vice Chairman Andrews observed that in section 3-6 there are no criteria determine whether an absence is excused or unexcused

Mr. Sidney asked whether the training in section 3-7 if that was in person or online. Treasurer Smith stated that he believes that it is online and he will reach out to David Holt to see if he had heard anything about the training.

Treasurer Smith suggested a review of section 4-3. A January election of a slate of officers will take their offices may result in almost a month delay.. Vice Chairman Andrews suggested it needed to stay in January as you may have new board members that start and the new board should vote on the officers. A slate should be made in December to be voted on in January.

Chairman Croxton suggested changing the time of the meetings to 9:00 AM on the first Thursday of each month. All were in agreement.

Vice Chairman Andrews suggested that 7-4 should be changed to voice vote not a roll call vote unless it is a controversial vote in which case a roll call vote would be used.

Vice Chairman Andrews suggested that 8-2-1 in the event of a tie vote another motion can be passed.

It was also suggested to remove the seconds to motions are not required from 8-2.

Chairman Croxton suggested that 10-1 read that the Chairman shall be the chief administrative officer not the secretary.

11-1 The board should have 21 days to review the changes of the bylaws.

Mr. Sidney made note that there was nothing about the treasurer role in the bylaws. Vice Chairman Andrews said she would present some bullet points for that role, She offered to review the by-laws carefully and provide suggested edits in accordance with today's discussion in time for consideration at the January meeting.

Officers 2023

Chairman Croxton made the recommendation that the Vice Chair take over in January. He has been asked to stay on as Vice Chair but will only do that for probably six months to maintain continuity. It would be helpful for Tim to remain as Treasurer. David has said he would be willing to remain as secretary.

Vice Chairman Andrews stated that she would be more than happy to be chair if the board votes her to be chair. She would love to see Chairman Croxton remain as Vice Chairman with his long history of the EDA.

Slate of officers proposed for a vote at the January meeting:

Chairman – Lisa Andrews

Vice-Chairman – Bill Croxton

Treasurer – Tim Smith

Secretary – David Holt

Old Business

- Façade Grants:

1. Luigi 528 Prime Steak

Chairman Croxton stated that he delivered a check to 528 Prime Steak and Seafood.

2. DAW Theater

Chairman Croxton stated that he and Lisa delivered checks to the DAW Theater

3. Fitz Cabinetry

Chairman Croxton stated that he delivered a check to Fitz Cabinetry.

4. Blossom Day Care Update

Chairman Croxton stated that he would like to cut a check for \$1250 which is the first half of the grant approved. .

- Chesapeake Academy Bond Payment

Treasurer Smith has a letter that he wrote to the Chesapeake Bay Academy in regard to a payment for a Bond that they owe. Chairman Croxton stated they owe about \$2,000.00 for this year. Treasurer Smith was wondering how they had paid all the way up to this year but had not paid this year yet. Chairman Croxton said they should be sent an invoice but does not know if that is something that Mary Davis would do or that the EDA would do. It is a paid to us. The \$34,000 that we have is due to Bond issues that we have had over the years.

RE: NEXT MEETING

The next meeting is scheduled for Thursday, January 5, 2022 at 9:00AM.

RE: ADJOURNMENT

Motion was made to adjourn and seconded. All Ayes

Secretary David Holt