

REGULAR MEETING MINUTES

August 12, 2022

The regular meeting of the Economic Development Authority (EDA), of Stafford County, Virginia, was held at the Virginia Smart Community Testbed with Webex option on Friday, August 12, 2022.

1. CALL TO ORDER

This meeting was called to order by Mr. Newlin at 9:01 AM. A quorum was present and accounted for. Mr. Newlin read the Conflict of Interest statement; no members had any conflicts.

Members Present

Joel Griffin, Chairman	(In-person)
Howard Owen, Treasurer	(In-person)
Don Newlin, Vice Chairman	(Phone)
Heather Hagerman	(In-person)
Jack Rowley	(In-person)
Marlon Wilson	(In Person)

Member Absent

Danielle Davis

ED&T/EDA Staff Present

John Holden	Secretary, EDA; Director, ED&T
Linzy Browne	Marketing & Events Coordinator, EDA
Tammy Guseman	Administrative Assistant, ED&T
Dale Hendon	Specialist, ED&T
Josh Summits	Business Development Officer, ED&T

Also Present

Charlie Payne	Legal Counsel
Dr. Rebecca Towery	Stafford County Public Schools
Abby Wicker	Stafford County Public Schools
Tinesha Allen	Stafford County Board of Supervisors
Santh Sathya	LuftCar
Joe Alfred	LuftCar

2. APPROVAL OF MINUTES

- A. June 10, 2022 Regular Meeting Minutes
- B. July 5, 2022 Special Meeting Minutes
- C. July 5, 2022 Joint BOS Meeting Minutes

As no members had any additions or corrections with the three above sets of Minutes, Mr. Newlin declared all three sets approved.

VOTE: 6-0 Approved

3. **PUBLIC PRESENTATIONS**

Dr. Towery and Ms. Wicker gave a presentation of the Cyber 4+ grant program and noted the following:

- Program is a partnership with Germanna Community College, GCubed, Inc., and Stafford County Economic Development & Tourism. Funded by a two-year grant (now entering year two).
- Program offers students credits for both high school and 1 year of college upon completion without debt.
- First cohort of students has been recruited.
- Program will produce well-educated and prepared students to address the current workforce talent need in cyber technology.
- Additional 'outside' help will be needed to: adjust students to cyber security class workload, mentor students, and finding internship possibilities for them.
- Cyber 4+ Roundtable meeting will be held on August 23, from 8:30-9:30am in the Testbed for any interested in mentoring students and offering suggestions on how to replicate Cyber 4+ in other industries that have critical shortages.

EDA Member questions:

- Mr. Griffin asked if the Cyber 4+ program will address the cyber security workforce need and Dr. Towery stated that she believes that this program will play an important role to fill that need.
- Mr. Owen inquired what happens after the initial grant funds are depleted? Dr. Towery is hopeful that outside fundraising and additional grants will allow the program to continue, but noted a multi-tiered approach will be needed to achieve ongoing program success. Mr. Owen asked how much money is needed for this program? Ms. Wicker stated that direct cost will be about \$164,000 for a cohort of 20 students for the 4 years. Mr. Owen inquired if students will contribute to these costs and Ms. Wicker indicated some parents may be able to offset some program costs, but not all can and that the school system is currently seeking solutions for this. Mr. Owen asked if the program is open to all students? Dr. Towery noted it is open to the five current high schools currently though some programs will shift when the sixth high school is built.
- Mr. Wilson inquired what level of certification will the students be receiving? Ms. Wicker stated the credentials issued will be the same as if students started the program in college and noted that they will be ready to be employed once graduated from the program.
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Five years of actual work experience has been needed prior to this program and that the students will be very marketable as soon as they graduate. Stafford schools already do not have enough teachers and those who are employed with Stafford schools are often recruited by larger schools and companies.
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- Supervisor Allen asked if we can utilize UMW professors for this program to help cut cost? Mr. Griffin stated it is hard to get companies to invest in only a year-long program and suggested a meeting with the Chamber of Commerce may present some funding options.

Mr. Griffin asked if Supervisor Allen had any more comments to add and thanked her for her interest and attendance. Supervisor Allen stated she was present on her own and did not represent the Board of Supervisors. She added she would encourage the EDA to consider the following project:

A “Food Truck Friday” that might utilize the Moncure School lot. This location would offer visibility and it is owned by the County. She thinks that doing something in this area will instill Route 610 with a new vibe and hopefully attract new restaurants in the area in future; Perhaps this project idea would be something the EDA could sponsor.

Mr. Griffin stated the EDA wants to collaborate more with the BOS and noted that a monthly newsletter summarizing what the EDA is accomplishing will be emailed soon.

4. TREASURER’S REPORT

A. Current Financials

Mr. Owen stated the year ended with \$2.6 million in assets, thanked Mr. Summits for the detailed July loan progress report, and noted that due to no budget red flags and this month’s long agenda, he will discuss the Treasurer’s Report and Budget in detail next month. Mr. Holden stated that ED&T is currently collecting information for the FY22 audit.

5. OLD BUSINESS

Mr. Griffin noted that at the July 5 joint BOS and EDA Meeting and recognized that both groups were not satisfied with the outcome and opened the floor for comments

- Mr. Rowley stated that the BOS was very clear that they would like EDA to focus on bringing more sit-down restaurants to Stafford County. Mr. Rowley suggested a vacant restaurant on Route 17 that closed in 2019 and could possibly be used. Mr. Rowley would like to see an outline of a plan the EDA can use to address this subject of new restaurants.
- Ms. Hagerman noted that attracting restaurants is not easy and will take a significant effort.
- Mr. Owen suggested hiring a consultant to explore what Stafford has to offer restaurants as ED&T is limited in staff.
- Mr. Newlin stated that running a restaurant is very difficult. He added that restaurants will come where business is. In his experience, 70% of restaurants will

fail. The EDA's mission for Stafford County is to attract economic development and that in his opinion there are more important efforts and that ED&T staff should not be focusing on restaurants only.

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- Mr. Griffin stated that the BOS has given EDA a large challenge. He is concerned that the Board does not understand how business works or the requirements needed to bring restaurants to Stafford. Mr. Griffin noted that EDA and ED&T can spend a lot of time and money into bringing restaurants to the County, but the Board should consider the need for approving more densely populated neighborhoods, considering how to do so with appropriate proffers, zoning, and other tools at its disposal.
- Mr. Cummings remarked that the BOS seems frustrated with the lack of data and asked how EDA can bring about the change that the Board's constituents desire. Mr. Griffin reiterated that there are a number of issues and problems that the EDA encounters when trying to bring restaurants and businesses to this area and suggested the BOS and County could help with these issues—that perhaps input from the Planning Commission encouraging economic development may help. Mr. Griffin added that the ED&T with EDA guidance and support has generated millions of dollars for the County and requested that the BOS not lose sight of this.
- Mr. Holden noted that since the joint BOS and EDA meeting the Department has considered how to proceed with a "Retail Action Plan" and handed out a draft of that plan. After briefly reviewing and noting that it is still being refined, he asked for input:
 - Mr. Owen remarked that the BOS takes too long to approve a project and Supervisor Allen replied that the BOS often does not know the urgency.
 - Mr. Griffin stated that the EDA believes all BOS members want more economic development but also senses a lack of trust in the EDA. The EDA meets monthly and advises the ED&T Department. The EDA does not have several months' time to wait on BOS decisions. There are many examples of this and noted that when the EDA (through the Department) brings a project to the BOS, the EDA has already vetted the project to a large degree.
 - Supervisor Allen urged all EDA members to contact their respective Supervisors so they will become more aware of projects and issues and won't have so many questions that may hold things up. Supervisor Allen noted that if supervisors don't understand something, they will not approve it and suggested EDA members creatively find ways to keep the BOS informed. Mr. Owen stated some EDA members have contacted their Supervisors for months, but to no avail. Supervisor Allen advised EDA to be sure Supervisors know the specifics of projects.
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 - Mr. Payne stated there are unique opportunities for Stafford County and

Stafford County Economic Development Authority

stressed a comprehensive plan that includes investments. He advised that Stafford County needs a central place like Falmouth or Fredericksburg and suggested approving projects that bring synergy.

- Mr. Griffin stated EDA can provide data, but businesses need a business reason to come to Stafford and stay in Stafford County.

6. **CHAIRMAN'S REPORT**

None

7. **SECRETARY'S REPORT**

A. Go VA Grant Update

Mr. Holden noted the following:

- RIoT Pitch Night will be held on August 24, at the Fredericksburg Area Museum Market Square from 5:30-8:30 p.m. and urged members to attend.
- Three members of the RIoT Cohort are currently working on Testbed projects
- One of these Cohort members is seriously talking of starting a business in Stafford County, with their start-up location being the Testbed.
- RIoT's next Accelerator program series will be held October 5-December 22; applications due on September 1.
- Mr. Holden recommend that the EDA sponsor of the RIoT Pitch Night by offering a prize for the pitch contest winner. Mr. Owen asked what sponsorship cost is usually. Mr. Holden replied that \$2,500 is typical and noted that some companies will turn down a Pitch invite if there is no award given. Mr. Owen stated that he would be in favor of a \$5,000 sponsorship.

Mr. Griffin motioned to approve this \$5000 sponsorship for the Pitch winner. Ms. Hagerman seconded.

VOTE: 6-0 Approved

B. VEDP Business Site Ready Funds – next business park

- The EDA has been invited to submit full application for two sites in South Stafford.
- Currently working on this application and will submit it by September 13.
- More information will be given at EDA September 9 meeting.
- EDA will be the applicant.

C. American Junior Golf Association Allstar Tournament Update

- Starts Sunday, August 14, with the EDA-sponsored Pro Am.
- There are twelve teams and an estimated \$10,000 to go to charity.
- 70-80 golfers will play and these golfers come with families that stay and eat in local hotels and restaurants.

D. Marketing & Events Update

- The August 12 Wine & Business was a great success with 62 attendees.
- Next Beer & Business is November 9.
- Veteran's Boot Camp will be held October 25, from 8:30am-2pm at UMW's Stafford Campus.

- The Department and EDA are working to further improve and enhance the Stafford Airport marketing efforts. The Airport marketing goals are to attract corporate businesses and general brand awareness support.
- The Airport, working with ED&T and the Smart Community Testbed is exploring the development of sites for unmanned aircraft (drone) technology.

8. **COMMITTEE AND WORKING GROUP REPORTS**

A. Loan Committee (*H Owen, D Davis, J Summits*)

- Newest loan to Embrey Mill Primary & Urgent Care is for \$108,000 at 4.25 percent.
- Total loans to date: \$218,000 and loans are current
- Mr. Summits is reviewing and underwriting another Business Growth Fund application (location is off Route 1 near Weiss Market) and this may be ready for vote next month.
- Another similar Business Growth Fund application for a shooting range is also in the works.
- One of these loans will assist with building acquisition (expanding an existing business) and the second with debt financing. Mr. Rowley asked how much they are asking for and Mr. Summits replied he is still working with the applicants and reminded the EDA that the loan program allows up to \$200,000 for each loan.
- Mr. Rowley suggested the C-PACE program could be of use with business loans.
- Mr. Holden noted that EDA loans were featured in ED&T's last newsletter. Mr. Summits stated he received six loan inquiries in one day due to this marketing works. Ms. Browne mentioned that EDA loans will again be the feature for the next newsletter.
- Mr. Summits stated that current loans are generating about \$500 of interest revenue each month.

B. Germanna Group (*J Rowley*) Items for Closed Session only

C. Property Group (*D Hendon, H Hagerman, J Rowley*) Items for Closed Session only

D. Broadband Expansion (*D Hendon, M Wilson*) Mr. Holden noted that the County is applying for a Virginia Advanced Technology Infrastructure Grant that would allow for the significant increase of broadband reach in the eastern area of the County.

9. **NEW BUSINESS**

- ### A. Consideration of a Startup Tech Incentive Grant\Loan
- Per Supervisor Allen request, staff has drafted a Startup Tech Grant\Loan program for consideration. Mr. Holden noted the following requirements for the grant\loan:
- Company must be located in Stafford County

Stafford County Economic Development Authority

- Relatively small business
- Tech-oriented
- Have completed the RIoT Accelerator program (or similar program)
- Testbed Executive Committee would look over the company's technology, making sure it is valid.
- \$25,000 forgivable loan incentive (\$100,000 a year; 4 loans awarded)
- He suggested that the EDA may approach the BOS to ask it may be willing to support this with their Opportunity Fund which is set up each year with budget of \$500,000. The payment of future taxes could replenish the Fund.

Mr. Summits remarked that this is an inventive way to bring a new type of capital and new business to Stafford County. Mr. Rowley stated that the program is interesting, but feels that \$25,000 is almost nothing to a business trying to get established. Mr. Hendon replied that the \$25,000 is just an initial investment to help businesses raise capital and that EDA succeeds most when the loans are forgiven. Mr. Griffin asked if this Startup Loan program would need member approval in order for the Treasurer to move money. Mr. Summits stated that this would depend on the source of the funds (Opportunity fund, fundraising grants, sponsorships) that program will use. Mr. Holden stated that EDA's loan policy may have to be adjusted for this program and that any money from the BOS fund would require the Board's approval. Supervisor Allen remarked that the BOS may be interested in a 'bet on us, we'll bet on you' type of program.

10. EXECUTIVE SESSION

The EDA Board went into closed session in accordance with Section 2.2- 3711.A.3 and 5, et al. of the Code of Virginia 1950, as amended. No Votes were taken while in closed session. Members of the EDA present at the meeting were in the closed session.

11. ATTORNEY'S REPORT

None

12. ADJOURNMENT

The next regular EDA Meeting will be in-person at the Testbed and is scheduled for September 9, 2022, from 9-11am. There being no further business brought before the Economic Development Authority, Mr. Griffin adjourned the meeting at 11:49 AM.

MINUTES APPROVED BY:



Joel Griffin
EDA Chairman

MINUTES SUBMITTED BY:



John Holden
EDA Secretary

**REGULAR EDA MEETING AGENDA
SEPTEMBER 09, 2022**

A regular meeting of the Economic Development Authority (EDA) of Stafford County will be held in the Virginia Smart Community Testbed located at 2143 Richmond Highway, Stafford, VA 22554. The Meeting will begin at 9:00 A.M.

1. CALL TO ORDER

All Members shall state and disclose any real or perceived conflict of interest on any matters on the Agenda.

2. APPROVAL OF MINUTES

A. August 12 Regular Meeting Minutes

3. PUBLIC PRESENTATION

None

4. TREASURER'S REPORT

A. Current Financials

5. CHAIRMAN'S REPORT

6. SECRETARY'S REPORT

- A. RIoT and GO Virginia Grant Update
- B. American Junior Golf Association Allstar Tournament Update
- C. Marketing & Events Update
 - (1) Beer & Business
 - (2) Veterans Business Bootcamp
 - (3) Airport Marketing
 - (4) Role of EDA in economic development—messaging and communicating
- D. Board of Supervisors Update, CEDC, Infrastructure Committee

7. COMMITTEE AND WORKING GROUP REPORTS

- A. Loan Committee (*H Owen, D Davis, J Summits*)
- B. Germanna Update (*J Rowley*)
- C. Property Group (*D Hendon, H Hagerman, J Rowley*)
- D. Broadband Expansion (*D Hendon, M Wilson*)

8. OLD BUSINESS

- A. Retail Action Plan. EDA input
- B. Virginia Site Ready Program—EDA Applications Submitted
- C. ARPA programs revisited

9. NEW BUSINESS

- A. Consideration of a Startup Tech Incentive Grant\Loan
(Continued from August, bring back to EDA in November)
- B. For Information Only scheduled for October:
 - (1) County Broadband Plan
 - (2) Regional Ecosystem Plan

10. CLOSED SESSION

11. ADJOURNMENT

Next Regular Meeting Scheduled for October 14, 2022 in the Virginia Smart Community Testbed.

Agenda 2A

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- \$25,000 forgivable loan incentive (\$100,000 a year; 4 loans awarded)
- He suggested that the EDA may approach the BOS to ask if it may be willing to support this with their Opportunity Fund which is set up each year with budget of \$500,000. The payment of future taxes could replenish the Fund.

Mr. Summits remarked that this is an inventive way to bring a new type of capital and new business to Stafford County. Mr. Rowley stated that the program is interesting, but feels that \$25,000 is almost nothing to a business trying to get established. Mr. Hendon replied that the \$25,000 is just an initial investment to help businesses raise capital and that EDA succeeds most when the loans are forgiven. Mr. Griffin asked if this Startup Loan program would need member approval in order for the Treasurer to move money. Mr. Summits stated that this would depend on the source of the funds (Opportunity fund, fundraising grants, sponsorships) that program will use. Mr. Holden stated that EDA's loan policy may have to be adjusted for this program and that any money from the BOS fund would require the Board's approval. Supervisor Allen remarked that the BOS may be interested in a 'bet on us, we'll bet on you' type of program.

10. EXECUTIVE SESSION

The EDA Board went into closed session in accordance with Section 2.2- 3711.A.3 and 5, et al. of the Code of Virginia 1950, as amended. No Votes were taken while in closed session. Members of the EDA present at the meeting were in the closed session.

11. ATTORNEY'S REPORT

None


12. ADJOURNMENT

The next regular EDA Meeting will be in-person at the Testbed and is scheduled for September 9, 2022, from 9-11am. There being no further business brought before the Economic Development Authority, Mr. Griffin adjourned the meeting at 11:49 AM.

MINUTES APPROVED BY:

Joel Griffin
EDA Chairman

MINUTES SUBMITTED BY:


John Holden
EDA Secretary

Agenda 4A

EDA

Balance Sheet Prev Year Comparison

As of July 31, 2022

	Jul 31, 22	Jul 31, 21	\$ Change	% Change
ASSETS				
Current Assets				
Checking/Savings				
10000 · Checking-Stifel	135,743.37	119,818.55	15,924.82	13.3%
10100 · Checking-VPB Operating	1,181,498.68	1,190,654.46	-9,155.78	-0.8%
10200 · Checking-VPB Cares Act	15,770.11	12,381.45	3,388.66	27.4%
10900 · Money Market - VCC 502	105,239.14	44,387.31	60,851.83	137.1%
Total Checking/Savings	1,438,251.30	1,367,241.77	71,009.53	5.2%
Other Current Assets				
11500 · Other Accounts Receivable	163.98	5,023.10	-4,859.12	-96.7%
13000 · Prepaid Expense	0.00	1,294.33	-1,294.33	-100.0%
Total Other Current Assets	163.98	6,317.43	-6,153.45	-97.4%
Total Current Assets	1,438,415.28	1,373,559.20	64,856.08	4.7%
Other Assets				
17700 · CD7-Discover Bank	250,000.00	250,000.00	0.00	0.0%
17800 · CD8-Goldman Sachs Bank USA	250,000.00	250,000.00	0.00	0.0%
18000 · Long Term Note Recv-1318 JD Hwy	426,495.16	436,273.37	-9,778.21	-2.2%
18100 · Long Term Note-Milde	0.00	300,236.05	-300,236.05	-100.0%
18200 · Long Term Note - Ace Flight	36,751.52	45,000.00	-8,248.48	-18.3%
18900 · VCC Bank Loans				
18901 · Adventure Brewing Co	5,587.20	11,566.73	-5,979.53	-51.7%
18902 · Vitale Visual	13,772.85	0.00	13,772.85	100.0%
18903 · UpNorth Kutz	33,948.99	0.00	33,948.99	100.0%
18904 · Embry Mill Primary Urgent Care	108,000.00	0.00	108,000.00	100.0%
Total 18900 · VCC Bank Loans	161,309.04	11,566.73	149,742.31	1,294.6%
Total Other Assets	1,124,555.72	1,293,076.15	-168,520.43	-13.0%
TOTAL ASSETS	2,562,971.00	2,666,635.35	-103,664.35	-3.9%
LIABILITIES & EQUITY				
Liabilities				
Current Liabilities				
Accounts Payable				
20000 · Accounts Payable	0.00	-1,276.68	1,276.68	100.0%
Total Accounts Payable	0.00	-1,276.68	1,276.68	100.0%

4:17 PM

08/17/22

Accrual Basis

EDA
Balance Sheet Prev Year Comparison
As of July 31, 2022

	Jul 31, 22	Jul 31, 21	\$ Change	% Change
Other Current Liabilities				
22000 · Other Accrued Liabilities	0.00	7,653.00	-7,653.00	-100.0%
Total Other Current Liabilities	0.00	7,653.00	-7,653.00	-100.0%
Total Current Liabilities	0.00	6,376.32	-6,376.32	-100.0%
Total Liabilities	0.00	6,376.32	-6,376.32	-100.0%
Equity				
32000 · Retained Earnings	635,998.31	743,750.54	-107,752.23	-14.5%
33000 · Undesignated Fund Balance	1,947,026.76	1,947,026.76	0.00	0.0%
Net Income	-20,054.07	-30,518.27	10,464.20	34.3%
Total Equity	2,562,971.00	2,660,259.03	-97,288.03	-3.7%
TOTAL LIABILITIES & EQUITY	2,562,971.00	2,666,635.35	-103,664.35	-3.9%

8:49 AM

08/18/22

Accrual Basis

EDA
Profit & Loss Prev Year Comparison
July 2022

	Jul 22	Jul 21	\$ Change	% Change
Ordinary Income/Expense				
Income				
46400 · Bank Interest	170.41	-2,818.91	2,989.32	106.1%
46500 · Micro Loan Income				
46501 · Micro Loan Interest Income	192.95	20.10	172.85	860.0%
46502 · Micro Loan Fees	4,530.00	0.00	4,530.00	100.0%
Total 46500 · Micro Loan Income	4,722.95	20.10	4,702.85	23,397.3%
47000 · Property Interest Income				
47100 · Interest Inc-1318 JD Hwy	1,958.60	2,003.22	-44.62	-2.2%
47110 · Interest Inc-Milde	0.00	-979.03	979.03	100.0%
Total 47000 · Property Interest Income	1,958.60	1,024.19	934.41	91.2%
47500 · Unrealized Gain/Loss on Invstmt	0.00	-33,547.50	33,547.50	100.0%
48800 · County Incentive Tax Reimburssem				
48801 · First Line Incentive	0.00	10,190.91	-10,190.91	-100.0%
Total 48800 · County Incentive Tax Reimburssem	0.00	10,190.91	-10,190.91	-100.0%
Total Income	6,851.96	-25,131.21	31,983.17	127.3%
Expense				
63500 · Insurance				
63501 · General Insurance	0.00	117.67	-117.67	-100.0%
Total 63500 · Insurance	0.00	117.67	-117.67	-100.0%
65000 · Legal Fees				
65003 · Project Representation	452.00	0.00	452.00	100.0%
65004 · General Retainer Matters	1,000.00	0.00	1,000.00	100.0%
Total 65000 · Legal Fees	1,452.00	0.00	1,452.00	100.0%
66000 · Accounting	8,900.00	700.00	8,200.00	1,171.4%
69000 · Fees & Charges				
69004 · Service Fee	20.00	0.00	20.00	100.0%
69006 · Loan Servicing Fees	20.00	0.00	20.00	100.0%
Total 69000 · Fees & Charges	40.00	0.00	40.00	100.0%
71000 · Local Industry Support	0.00	-10,000.00	10,000.00	100.0%
71750 · GO VA Grant Expenses				
71752 · Go VA Grant Reimb Expenses 2	9,355.52	0.00	9,355.52	100.0%
Total 71750 · GO VA Grant Expenses	9,355.52	0.00	9,355.52	100.0%

8:49 AM

08/18/22

Accrual Basis

EDA
Profit & Loss Prev Year Comparison
July 2022

	Jul 22	Jul 21	\$ Change	% Change
71800 · First Line Incentive	0.00	8,152.73	-8,152.73	-100.0%
73000 · Marketing	6,416.66	6,416.66	0.00	0.0%
73050 · EDA Meetings/Meals	741.85	0.00	741.85	100.0%
Total Expense	26,906.03	5,387.06	21,518.97	399.5%
Net Ordinary Income	-20,054.07	-30,518.27	10,464.20	34.3%
Net Income	-20,054.07	-30,518.27	10,464.20	34.3%

EDA
General Ledger
As of July 31, 2022

Type	Date	Num	Adj	Name	Memo	Split	Debit	Credit	Balance
10000 · Checking-Stifel									135,713.82
Deposit	07/31/2022				Interest	46400 · Bank Interest	29.55		135,743.37
Total 10000 · Checking-Stifel							29.55	0.00	135,743.37
10100 · Checking-VPB Operating									1,414,712.89
Bill Pmt -Check	07/06/2022	2034		Chase	Account 4246 3153 1331 3577	20000 · Accounts Payable		12,514.54	1,402,198.35
Bill Pmt -Check	07/07/2022	2036		Not Just Numbers LLC	June 2022 MSP	20000 · Accounts Payable		900.00	1,401,298.35
Deposit	07/07/2022			Julio E Montano-Fernandez	Deposit	11500 · Other Accounts Receivable	2,794.10		1,404,092.45
Bill Pmt -Check	07/08/2022	2035		Bishop, Farmer & Co, LLP	Audit of Financial Statements for FY22	20000 · Accounts Payable		8,000.00	1,396,092.45
Bill Pmt -Check	07/13/2022	2037		Sodexo Catering		20000 · Accounts Payable		741.85	1,395,350.60
Bill Pmt -Check	07/13/2022	2038		Uma Marques		20000 · Accounts Payable		217.74	1,395,132.86
Bill Pmt -Check	07/20/2022	2039		Hirschler Fleischer		20000 · Accounts Payable		1,452.00	1,393,680.86
Bill Pmt -Check	07/20/2022	2040		Rachel Linzy Browne		20000 · Accounts Payable		6,416.66	1,387,264.20
Transfer	07/21/2022				Funds Transfer	10900 · Money Market - VCC 502		200,000.00	1,187,264.20
Check	07/21/2022				Wire transfer fee	69004 · Service Fee		20.00	1,187,244.20
Bill Pmt -Check	07/22/2022	2041		Chase	Account 4246 3153 1331 3577	20000 · Accounts Payable		401.36	1,186,842.84
Bill Pmt -Check	07/25/2022	2042		Rlot	Sponsorship for RAP XI Pitch Night - Aug 24, 2022	20000 · Accounts Payable		500.00	1,186,342.84
Bill Pmt -Check	07/27/2022	2043		Uma Marques	Testbed – Technology Specialist Services for	20000 · Accounts Payable		8,454.16	1,177,888.68
Bill Pmt -Check	07/27/2022	2044		Not Just Numbers LLC	June 2022 MSP	20000 · Accounts Payable		900.00	1,176,988.68
Bill Pmt -Check	07/29/2022	2045		State Corporation Commission	Financing Statement Filing Fee (Embrey Mill	20000 · Accounts Payable		20.00	1,176,968.68
Deposit	07/29/2022	1001		Embrey Mill	Deposit	46502 · Micro Loan Fees	4,530.00		1,181,498.68
Total 10100 · Checking-VPB Operating							7,324.10	240,538.31	1,181,498.68
10200 · Checking-VPB Cares Act									15,770.11
Total 10200 · Checking-VPB Cares Act									15,770.11
10900 · Money Market - VCC 502									10,782.54
Deposit	07/05/2022			Adventure Brewing	Deposit	11500 · Other Accounts Receivable	513.02		11,295.56
Deposit	07/05/2022			ACE Flight Solutions Co.	Deposit	11500 · Other Accounts Receivable	833.33		12,128.89
Deposit	07/05/2022			Vitae Visual	Deposit	11500 · Other Accounts Receivable	442.96		12,571.85
Deposit	07/05/2022			Upnorth Kutz	Deposit	11500 · Other Accounts Receivable	648.53		13,220.38
Transfer	07/21/2022				Funds Transfer	10100 · Checking-VPB Operating	200,000.00		213,220.38
Transfer	07/21/2022				Funds Transfer	10902 · Distribution Acct - VCC 0305		108,000.00	105,220.38
Deposit	07/31/2022				Interest	46400 · Bank Interest	18.76		105,239.14
Total 10900 · Money Market - VCC 502							202,456.60	108,000.00	105,239.14
10901 · Sweep Acct - VCC 0312									0.00
Total 10901 · Sweep Acct - VCC 0312									0.00
10902 · Distribution Acct - VCC 0305									0.00
Transfer	07/21/2022				Funds Transfer	10900 · Money Market - VCC 502	108,000.00		108,000.00
Transfer	07/22/2022				Funds Transfer	18904 · Embry Mill Primary Urgent Care		108,000.00	0.00
Total 10902 · Distribution Acct - VCC 0305							108,000.00	108,000.00	0.00
11500 · Other Accounts Receivable									163.98
General Journal	07/01/2022	NJN-sk075	√		07/01/22 Note Receivable Pymt on 1318 JD Highwa -SPLIT-		2,794.10		2,958.08
General Journal	07/01/2022	NJN-sk076	√	Adventure Brewing	to record July 2022 loan payment	18901 · Adventure Brewing Co	513.02		3,471.10
General Journal	07/01/2022	NJN-sk077	√	Vitae Visual	to record July 2022 loan payment	18902 · Vitale Visual	442.96		3,914.06
General Journal	07/01/2022	NJN-sk078	√	ACE Flight Solutions Co.	to record July 2022 loan payment	18200 · Long Term Note - Ace Flight	833.33		4,747.39
General Journal	07/01/2022	NJN-sk076	√	Upnorth Kutz	to record July 2022 loan payment	18903 · UpNorth Kutz	648.53		5,395.92
Deposit	07/05/2022			Adventure Brewing	Deposit	10900 · Money Market - VCC 502		513.02	4,882.90
Deposit	07/05/2022			ACE Flight Solutions Co.	Deposit	10900 · Money Market - VCC 502		833.33	4,049.57
Deposit	07/05/2022			Vitae Visual	Deposit	10900 · Money Market - VCC 502		442.96	3,606.61
Deposit	07/05/2022			Upnorth Kutz	Deposit	10900 · Money Market - VCC 502		648.53	2,958.08
Deposit	07/07/2022			Julio E Montano-Fernandez	Deposit	10100 · Checking-VPB Operating		2,794.10	163.98

EDA
General Ledger
As of July 31, 2022

Type	Date	Num	Adj	Name	Memo	Split	Debit	Credit	Balance
Total 11500 · Other Accounts Receivable							5,231.94	5,231.94	163.98
17700 · CD7-Discover Bank									250,000.00
Total 17700 · CD7-Discover Bank									250,000.00
17800 · CD8-Goldman Sachs Bank USA									250,000.00
Total 17800 · CD8-Goldman Sachs Bank USA									250,000.00
18000 · Long Term Note Recv-1318 JD Hwy									427,330.66
General Journal	07/01/2022	NJN-sk075	√		07/01/22 Note Receivable Pymt on 1318 JD Highwa	11500 · Other Accounts Receivable		835.50	426,495.16
Total 18000 · Long Term Note Recv-1318 JD Hwy							0.00	835.50	426,495.16
18200 · Long Term Note - Ace Flight									37,452.22
General Journal	07/01/2022	NJN-sk078	√	ACE Flight Solutions Co.	to record July 2022 loan payment	-SPLIT-		700.70	36,751.52
Total 18200 · Long Term Note - Ace Flight							0.00	700.70	36,751.52
18900 · VCC Bank Loans									54,731.13
18901 · Adventure Brewing Co									6,090.07
General Journal	07/01/2022	NJN-sk076	√	Adventure Brewing	to record July 2022 loan payment	-SPLIT-		502.87	5,587.20
Total 18901 · Adventure Brewing Co							0.00	502.87	5,587.20
18902 · Vitale Visual									14,165.64
General Journal	07/01/2022	NJN-sk077	√	Vitae Visual	to record July 2022 loan payment	-SPLIT-		392.79	13,772.85
Total 18902 · Vitale Visual							0.00	392.79	13,772.85
18903 · UpNorth Kutz									34,475.42
General Journal	07/01/2022	NJN-sk076	√	Upnorth Kutz	to record July 2022 loan payment	-SPLIT-		526.43	33,948.99
Total 18903 · UpNorth Kutz							0.00	526.43	33,948.99
18904 · Embry Mill Primary Urgent Care									0.00
Transfer	07/22/2022				Funds Transfer	10902 · Distribution Acct - VCC 0305	108,000.00		108,000.00
Total 18904 · Embry Mill Primary Urgent Care							108,000.00	0.00	108,000.00
Total 18900 · VCC Bank Loans							108,000.00	1,422.09	161,309.04
20000 · Accounts Payable									-13,632.28
Bill Pmt -Check	07/06/2022	2034		Chase	Account 4246 3153 1331 3577	10100 · Checking-VPB Operating	12,514.54		-1,117.74
Bill Pmt -Check	07/07/2022	2036		Not Just Numbers LLC	June 2022 MSP	10100 · Checking-VPB Operating	900.00		-217.74
Bill Pmt -Check	07/08/2022	2035		Bishop, Farmer & Co, LLP	Audit of Financial Statements for FY22	10100 · Checking-VPB Operating	8,000.00		7,782.26
Bill	07/08/2022	319516		Sodexo Catering		73050 · EDA Meetings/Meals		741.85	7,040.41
Bill	07/11/2022	4872134		Hirschler Fleischer		65003 · Project Representation		452.00	6,588.41
Bill	07/11/2022	4872143		Hirschler Fleischer		65004 · General Retainer Matters		1,000.00	5,588.41
Bill Pmt -Check	07/13/2022	2037		Sodexo Catering		10100 · Checking-VPB Operating	741.85		6,330.26
Bill Pmt -Check	07/13/2022	2038		Uma Marques		10100 · Checking-VPB Operating	217.74		6,548.00
Bill Pmt -Check	07/20/2022	2039		Hirschler Fleischer		10100 · Checking-VPB Operating	1,452.00		8,000.00
Bill	07/20/2022	203		Rachel Linzy Browne		73000 · Marketing		6,416.66	1,583.34
Bill Pmt -Check	07/20/2022	2040		Rachel Linzy Browne		10100 · Checking-VPB Operating	6,416.66		8,000.00
Bill	07/22/2022	71752		Chase	Account 4246 3153 1331 3577	71752 · Go VA Grant Reimb Expenses 2		401.36	7,598.64
Bill Pmt -Check	07/22/2022	2041		Chase	Account 4246 3153 1331 3577	10100 · Checking-VPB Operating	401.36		8,000.00
Bill	07/25/2022	20223317		Rlot	Sponsorship for RAP XI Pitch Night - Aug 24, 2022	71752 · Go VA Grant Reimb Expenses 2		500.00	7,500.00
Bill Pmt -Check	07/25/2022	2042		Rlot	Sponsorship for RAP XI Pitch Night - Aug 24, 2022	10100 · Checking-VPB Operating	500.00		8,000.00
Bill	07/27/2022	105		Uma Marques	Testbed – Technology Specialist Services for	71752 · Go VA Grant Reimb Expenses 2		8,454.16	-454.16
Bill Pmt -Check	07/27/2022	2043		Uma Marques	Testbed – Technology Specialist Services for	10100 · Checking-VPB Operating	8,454.16		8,000.00
Bill	07/27/2022	3193		Not Just Numbers LLC	June 2022 MSP	66000 · Accounting		900.00	7,100.00
Bill Pmt -Check	07/27/2022	2044		Not Just Numbers LLC	June 2022 MSP	10100 · Checking-VPB Operating	900.00		8,000.00
Bill	07/29/2022	UCC Section		State Corporation Commission	Financing Statement Filing Fee (Embrey Mill	69006 · Loan Servicing Fees		20.00	7,980.00
Bill Pmt -Check	07/29/2022	2045		State Corporation Commission	Financing Statement Filing Fee (Embrey Mill	10100 · Checking-VPB Operating	20.00		8,000.00
Bill	07/30/2022	77405		Bishop, Farmer & Co, LLP	Audit of Financial Statements for FY22	66000 · Accounting		8,000.00	0.00
Total 20000 · Accounts Payable							40,518.31	26,886.03	0.00

EDA
General Ledger
As of July 31, 2022

Type	Date	Num	Adj	Name	Memo	Split	Debit	Credit	Balance
32000 · Retained Earnings									-635,998.31
Total 32000 · Retained Earnings									-635,998.31
33000 · Undesignated Fund Balance									-1,947,026.76
Total 33000 · Undesignated Fund Balance									-1,947,026.76
46400 · Bank Interest									0.00
General Journal	07/01/2022	NJN-sk076	√	Upnorth Kutz	to record July 2022 loan payment	18903 · UpNorth Kutz		122.10	-122.10
Deposit	07/31/2022				Interest	10000 · Checking-Stifel		29.55	-151.65
Deposit	07/31/2022				Interest	10900 · Money Market - VCC 502		18.76	-170.41
Total 46400 · Bank Interest							0.00	170.41	-170.41
46500 · Micro Loan Income									0.00
46501 · Micro Loan Interest Income									0.00
General Journal	07/01/2022	NJN-sk076	√	Adventure Brewing	to record July 2022 loan payment	18901 · Adventure Brewing Co		10.15	-10.15
General Journal	07/01/2022	NJN-sk077	√	Vitae Visual	to record July 2022 loan payment	18902 · Vitale Visual		50.17	-60.32
General Journal	07/01/2022	NJN-sk078	√	ACE Flight Solutions Co.	to record July 2022 loan payment	18200 · Long Term Note - Ace Flight		132.63	-192.95
Total 46501 · Micro Loan Interest Income							0.00	192.95	-192.95
46502 · Micro Loan Fees									0.00
Deposit	07/29/2022	1001		Embrey Mill	Deposit	10100 · Checking-VPB Operating		4,530.00	-4,530.00
Total 46502 · Micro Loan Fees							0.00	4,530.00	-4,530.00
Total 46500 · Micro Loan Income							0.00	4,722.95	-4,722.95
47000 · Property Interest Income									0.00
47100 · Interest Inc-1318 JD Hwy									0.00
General Journal	07/01/2022	NJN-sk075	√		07/01/22 Note Receivable Pymt on 1318 JD Highwa 11500 · Other Accounts Receivable			1,958.60	-1,958.60
Total 47100 · Interest Inc-1318 JD Hwy							0.00	1,958.60	-1,958.60
Total 47000 · Property Interest Income							0.00	1,958.60	-1,958.60
65003 · Project Representation									0.00
Bill	07/11/2022	4872134		Hirschler Fleischer	June monthly meeting; Review of Proposed MOU an 20000 · Accounts Payable		452.00		452.00
Total 65003 · Project Representation							452.00	0.00	452.00
65004 · General Retainer Matters									0.00
Bill	07/11/2022	4872143		Hirschler Fleischer	June monthly meeting; Review of Proposed MOU an 20000 · Accounts Payable		1,000.00		1,000.00
Total 65004 · General Retainer Matters							1,000.00	0.00	1,000.00
Total 65000 · Legal Fees							1,452.00	0.00	1,452.00
66000 · Accounting									0.00
Bill	07/27/2022	3193		Not Just Numbers LLC	June 2022 MSP	20000 · Accounts Payable	900.00		900.00
Bill	07/30/2022	77405		Bishop, Farmer & Co, LLP	Audit of Financial Statements for FY22	20000 · Accounts Payable	8,000.00		8,900.00
Total 66000 · Accounting							8,900.00	0.00	8,900.00
69004 · Service Fee									0.00
Check	07/21/2022				Wire transfer fee	10100 · Checking-VPB Operating	20.00		20.00
Total 69004 · Service Fee							20.00	0.00	20.00
69005 · Trade Commissions									0.00
Total 69005 · Trade Commissions									0.00
69006 · Loan Servicing Fees									0.00
Bill	07/29/2022	UCC Section		State Corporation Commission	Financing Statement Filing Fee (Embrey Mill	20000 · Accounts Payable	20.00		20.00
Total 69006 · Loan Servicing Fees							20.00	0.00	20.00
69000 · Fees & Charges - Other									0.00
Total 69000 · Fees & Charges - Other									0.00
Total 69000 · Fees & Charges							40.00	0.00	40.00
71752 · Go VA Grant Reimb Expenses 2									0.00
Bill	07/22/2022	71752		Chase	beer & business food/beverage;BAR payment;Testb 20000 · Accounts Payable		401.36		401.36
Bill	07/25/2022	20223317		Rlot	Sponsorship for RAP XI Pitch Night - Aug 24, 2022 20000 · Accounts Payable		500.00		901.36

EDA
General Ledger
As of July 31, 2022

Type	Date	Num	Adj	Name	Memo	Split	Debit	Credit	Balance
Bill	07/27/2022	105		Uma Marques	Testbed – Technology Specialist Services for	20000 · Accounts Payable	8,454.16		9,355.52
Total 71752 · Go VA Grant Reimb Expenses 2							9,355.52	0.00	9,355.52
Total 71750 · GO VA Grant Expenses							9,355.52	0.00	9,355.52
73000 · Marketing									0.00
Bill	07/20/2022	203		Rachel Linzy Browne	July Invoice # 203	20000 · Accounts Payable	6,416.66		6,416.66
Total 73000 · Marketing							6,416.66	0.00	6,416.66
73050 · EDA Meetings/Meals									0.00
Bill	07/08/2022	319516		Sodexo Catering	Dinner for Joint Meeting w/ BOS and EDA 7/5/22	20000 · Accounts Payable	741.85		741.85
Total 73050 · EDA Meetings/Meals							741.85	0.00	741.85
TOTAL							498,466.53	498,466.53	0.00

EDA
Account QuickReport
As of July 31, 2022

Type	Date	Num	Name	Memo	Split	Amount	Balance
10000 · Checking-Stifel							135,713.82
Deposit	07/31/2022			Interest	46400 · Bank In...	29.55	135,743.37
Total 10000 · Checking-Stifel						29.55	135,743.37
TOTAL						29.55	135,743.37

8:52 AM

08/18/22

Accrual Basis

EDA
Account QuickReport
As of July 31, 2022

Type	Date	Num	Name	Memo	Split	Amount	Balance
10100 · Checking-VPB Operating							1,414,712.89
Bill Pmt -Check	07/06/2022	2034	Chase	Account 4246 ...	20000 · Accoun...	-12,514.54	1,402,198.35
Bill Pmt -Check	07/07/2022	2036	Not Just Numbers LLC	June 2022 MSP	20000 · Accoun...	-900.00	1,401,298.35
Deposit	07/07/2022		Julio E Montano-Fern...	Deposit	11500 · Other ...	2,794.10	1,404,092.45
Bill Pmt -Check	07/08/2022	2035	Bishop, Farmer & Co.,...	Audit of Finan...	20000 · Accoun...	-8,000.00	1,396,092.45
Bill Pmt -Check	07/13/2022	2037	Sodexo Catering		20000 · Accoun...	-741.85	1,395,350.60
Bill Pmt -Check	07/13/2022	2038	Uma Marques		20000 · Accoun...	-217.74	1,395,132.86
Bill Pmt -Check	07/20/2022	2039	Hirschler Fleischer		20000 · Accoun...	-1,452.00	1,393,680.86
Bill Pmt -Check	07/20/2022	2040	Rachel Linzy Browne		20000 · Accoun...	-6,416.66	1,387,264.20
Transfer	07/21/2022			Funds Transfer	10900 · Money ...	-200,000.00	1,187,264.20
Check	07/21/2022			Wire transfer fee	69004 · Service...	-20.00	1,187,244.20
Bill Pmt -Check	07/22/2022	2041	Chase	Account 4246 ...	20000 · Accoun...	-401.36	1,186,842.84
Bill Pmt -Check	07/25/2022	2042	Rlot	Sponsorship f...	20000 · Accoun...	-500.00	1,186,342.84
Bill Pmt -Check	07/27/2022	2043	Uma Marques	Testbed – Tec...	20000 · Accoun...	-8,454.16	1,177,888.68
Bill Pmt -Check	07/27/2022	2044	Not Just Numbers LLC	July 2022 MSP	20000 · Accoun...	-900.00	1,176,988.68
Bill Pmt -Check	07/29/2022	2045	State Corporation Co...	Financing Stat...	20000 · Accoun...	-20.00	1,176,968.68
Deposit	07/29/2022	1001	Embrey Mill	Deposit	46502 · Micro L...	4,530.00	1,181,498.68
Total 10100 · Checking-VPB Operating						-233,214.21	1,181,498.68
TOTAL						-233,214.21	1,181,498.68

EDA
Account QuickReport
As of July 31, 2022

Type	Date	Num	Name	Memo	Split	Amount	Balance
10200 · Checking-VPB Cares Act							15,770.11
Total 10200 · Checking-VPB Cares Act							15,770.11
TOTAL							15,770.11

8:51 AM

08/18/22

Accrual Basis

EDA
Account QuickReport
As of July 31, 2022

Type	Date	Num	Name	Memo	Split	Amount	Balance
10902 · Distribution Acct - VCC 0305							0.00
Transfer	07/21/2022			Funds Transfer	10900 · Money ...	108,000.00	108,000.00
Transfer	07/22/2022			Funds Transfer	18904 · Embry ...	-108,000.00	0.00
Total 10902 · Distribution Acct - VCC 0305						0.00	0.00
TOTAL						0.00	0.00

8:51 AM

08/18/22

Accrual Basis

EDA
Account QuickReport
As of July 31, 2022

Type	Date	Num	Name	Memo	Split	Amount	Balance
10900 · Money Market - VCC 502							10,782.54
Deposit	07/05/2022		Adventure Brewing	Deposit	11500 · Other ...	513.02	11,295.56
Deposit	07/05/2022		ACE Flight Solutions ...	Deposit	11500 · Other ...	833.33	12,128.89
Deposit	07/05/2022		Vitae Visual	Deposit	11500 · Other ...	442.96	12,571.85
Deposit	07/05/2022		Upnorth Kutz	Deposit	11500 · Other ...	648.53	13,220.38
Transfer	07/21/2022			Funds Transfer	10100 · Checki...	200,000.00	213,220.38
Transfer	07/21/2022			Funds Transfer	10902 · Distribu...	-108,000.00	105,220.38
Deposit	07/31/2022			Interest	46400 · Bank In...	18.76	105,239.14
Total 10900 · Money Market - VCC 502						94,456.60	105,239.14
TOTAL						94,456.60	105,239.14

Agenda 6A

RIoT At A Glance

August/September Updates

Greetings Stafford County Economic Development Authority Members,

On behalf of the RIoT organization, I would like to thank you for your continued support of our efforts in the region.

July concluded RIoT's first RIoT Accelerator Program (RAP) cohort in Virginia. We had seven companies participate in the program: one was from Canada, three from out of Virginia, and three from Virginia, with two from the Stafford region.

In August, we hosted our first Pitch Night in Virginia. The companies in the RAP cohort pitched their companies to a panel of judges. The judges included Debi Roder, Director of Entrepreneurial Ecosystems, Virginia Innovation Partnership Corporation (VIPC), Vernon Green, President and CEO, GCubed Inc., Beckey Gallamore, President/Owner, Rocky Top Embroidery & More Inc and Chairperson, King George County Economic Development Authority, Curry Roberts, President, Fredericksburg Regional Alliance, and Billy Beale, CEO, Atholwood Consulting Services and Chair, GO Virginia Region 6.

August's event was sponsored by the Virginia Smart Community Testbed, the City of Fredericksburg, the King George Economic Development Authority, and PPB Law.

The winner of the pitch event was awarded \$5,000, courtesy of the Stafford County Economic Development Authority.

Latticet, a company that seeks to prototype a material piece that provides power and transmits communication signals more efficiently at a material microscopic level, won the pitch competition. At the event, the founder indicated she would use the money provided to purchase materials to begin product development of her computer simulations.

RIoT maintains relationships with each of these companies and will continue to track and monitor their progress as they grow.

The same week as pitch night, RIoT hosted a week long Business Foundations program in conjunction with the Bay Consortium Workforce Development Board that serves Stafford to the Eastern Shore. RIoT staff met with 9 idea stage entrepreneurs, hosted 5 workshops, and conducted daily individual 1:1s with each participant.

Looking ahead, RIoT will be moderating a panel with Stafford EDT and VIPC at the Smart Cities Connect conference in DC to highlight the partnerships involved in the Virginia Smart Community Testbed. We look forward to discussing the work happening here on this world stage.

We look forward to kicking off on next cohort of the RIoT Accelerator Program and hope that each of you will join us for lunch to meet our startups on October 5 and consider volunteering to mentor a company.

Thank you for your continued support.

Sincerely,
Jen Morgan, Virginia Program Lead

Questions? Email Jen Morgan at jennifer@riot.org

RIoT Upcoming Events

September

Sept 7 - Conference - COVITS Panel with Stafford EDT, VIPC, and Stafford CIO

Sept 7 - RIoT Event - The Future of Rural Entrepreneurship, 5:30PM to 7:30 PM, University of Mary Washington Dahlgren Campus, 4224 University Drive, King George, VA

Register > <https://www.meetup.com/riot-virginia/events/287598401/>

Sept 20 - Sponsor Event - RIoT Q3 2022 Sponsor Call, 4:00PM - Virtual

All Stafford EDA members are welcome to attend. Please email Jen Morgan at jennfier@riot.org for more information.

Sept 22 - RAP - RIoT Accelerator Program Mentor Interest Meeting

All Stafford EDA members are welcome to attend. Please email Jen Morgan at jennfier@riot.org for more information.

Sept 26 - 29 - Conference - Smart Cities Connect Conference, Washington, DC

October

Oct 5 - RAP - RIoT Accelerator Program XIII Launch (VIP Lunch)

All Stafford EDA members are welcome to attend. Please email Jen Morgan at jennfier@riot.org for more information.

November

Nov 1 - RIoT Event - RIoT Demo Night, 5:00 PM to 8:00 PM EDT, Raleigh Convention Center, 500 S Salisbury St, Raleigh, NC

This is RIoT's largest event of the year! See more than 50 IoT and technology demos, join our live show as we hold our first live job giveaway, AND this year, every participant gets to be an investor, helping us select the most promising IoT startup from the past 4 RIoT Accelerator Program (RAP) cohorts!

Register > <https://www.meetup.com/riot-nc/events/288157162/>

Questions? Email Jen Morgan at jennifer@riot.org

Agenda 6C



Veterans Business Bootcamp

EXPANDING
BUSINESS

October 25, 2022 | 8:30 am - 2:00 pm | UMW Stafford

VETERANS BUSINESS BOOTCAMP

Grow your business!

The Veterans Business Bootcamp Workshop is a program instituted by the University of Mary Washington Center for Economic Development (UMW SBDC) and the Stafford County Economic Development Authority (Stafford EDA).

This bootcamp designed for veterans and partners will provide resources and knowledge to grow your veteran owned business.

You will be led through educational sessions by veteran entrepreneurs and local business executives, and have one-on-one discussions with leading professional resource providers in our region including CPAs, Attorneys, Marketing Agencies and more!

BOOTCAMP INFO

- FREE for Veteran Businesses
- Breakfast & Lunch Included
- Presenting Regional Veteran Business of the Year Award

*Scan Code For More
Information & Registration*



Thank you to our Sponsors

REGISTER HERE



Agenda Item 6D

Board of Supervisors
Community Economic Development Committee
12:00 Noon
ABC Room
RV Parkway on Agenda
Background Report and Slides Follow

Board of Supervisors
Infrastructure Committee
1:30 PM
ABC Room
Data Center Briefing
Background Report and Slides Follow

Stafford County
Board of Supervisors Meeting
Agenda Item Report
Meeting Date: September 6, 2022
AGENDA ITEM

Subject:	
<p>ECONOMIC DEVELOPMENT; CONSIDER A RESOLUTION TO HOLD A PUBLIC HEARING FOR THE TRANSFER OF PROPERTY TO THE ECONOMIC DEVELOPMENT AUTHORITY (EDA) FOR THE SALE, DEVELOPMENT AND EXPANSION OF FIRST LINE TECHNOLOGIES</p> <p>Proposed Resolution R22-204</p> <p><u>BACKGROUND SUMMARY:</u> Publicizes hearing.</p>	
Recommended Action:	
Committee/Commission Recommendation:	
Fiscal Impact:	District:
\$0	George Washington
Overview:	
<p>The Stafford EDA has been successful in redevelopment and putting non-taxable County properties back into economic use. This property was discussed at the recent Joint Meeting of the Board and EDA. EDA is requesting the transfer of the property located at Tax Map Parcel No. 45-98, known generally as RV Parkway for this purpose.</p>	
Discussion/Analysis:	
<p>The Stafford EDA has been successful in redevelopment and putting non-taxable County properties back into economic use. The EDA has been discussing the redevelopment of a property, Tax Map Parcel No. 45-98, known generally as RV Parkway for some time ("Property"). The EDA would like to further develop and sell this property for the expansion of First Line Technologies.</p> <p>First Line Technologies is a technology-based company located on Lendall Lane. First Line further developed technologies developed at Naval Support Facility (NSF) Naval Support Facility Dahlgren. Working with the Fredericksburg Regional Alliance, Stafford County and the EDA encourage the consolidation and expansion of First Line to its currently location on Lendall Lane in 2019. First Line has since broadened its product and training services and grown its business significantly.</p> <p>The Property was the sight of a former trash dump. First Line and the EDA have completed Phase I and Phase II Environmental Assessments on the property. First Line will comply with the recommendations of the Phast II EA in the development of the Property.</p>	

The development of the Property by First Line will allow them to expand their production capacity and generate new jobs.

The subject of this Property transfer was reviewed at the joint meeting of the Board and EDA, held July 5.

Attachments:

1. R22-204 Attachment 1.ecodev Proposed Resolution R22-204
2. R22-204 Attachment 2.ecodev Slides for CEDC RV Pkway First Line 8-30-22

Summary/Conclusion:

Schedule a Public Hearing for the transfer of property Tax Map Parcel No. 45-98 to the EDA for redevelopment.

Strategic Priorities:

Vibrant and Exciting Business Community

Reviewed By:

PROPOSED

BOARD OF SUPERVISORS
COUNTY OF STAFFORD
STAFFORD, VIRGINIA

RESOLUTION

At a regular meeting of the Stafford County Board of Supervisors (the Board) held in the Board Chambers, George L. Gordon, Jr., Government Center, Stafford, Virginia, on the 16th day of August, 2022:

MEMBERS:

Crystal L. Vanuch, Chairman
R. Pamela Yeung, Vice Chairman
Tinesha O. Allen
Meg Bohmke
Thomas C. Coen
Darrell E. English
Monica L. Gary

VOTE:

On motion of , seconded by , which carried by a vote of , the following was adopted:

A RESOLUTION AUTHORIZING THE COUNTY
ADMINISTRATOR TO ADVERTISE A PUBLIC HEARING TO
TRANSFER PROPERTY TO THE ECONOMIC DEVELOPMENT
AUTHORITY (EDA) FOR ITS SALE, AND REDEVELOPMENT

WHEREAS, a function of the Stafford Economic Development Authority (“EDA”) is for the transfer, acquisition real property for the purposes of economic development; and

WHEREAS, the County has excess and underused property identified as Tax and Parcel Map Number 45-98, referred to as “RV Parkway” (“Property”); and

WHEREAS, the County would benefit from the additional investment, jobs and tax revenue generated by redevelopment of the Property; and

WHEREAS, the Board desires and is required to hold a public hearing to consider transfer of the Property to the EDA for redevelopment;

NOW, THEREFORE, BE IT RESOLVED by the Stafford County Board of Supervisors on this the 16th day of August, 2022, that the County Administrator be and he hereby is authorized to advertise a public hearing to for the purposes of public input to the transfer of the Property to the EDA for redevelopment..

REV:

RV Parkway Transfer

Expansion of First Line Technologies

Action for Consideration

Property Development

- RV Parkway
 - 5.8 Acres
 - Rezone from R1 to M2
 - Expansion of First Line Technology
- “Industrial” development facilitated by Main Line project, extension of RV Parkway (road), sewer



First Line Technology

Successful R&D Transfer and Business Expansion

- Expanded to Stafford
 - Tech Transfer Product from NSWC Dahlgren – Dahlgren Decon
 - 2019 Expansion & Consolidation in Stafford with Incentive
- Business Growth
 - New Products to be made in Virginia (Stafford Co)
 - New technical/science jobs and personnel
 - Facility would allow for double revenue
 - Products that support DOD, DHS, Law Enforcement, and International Response
- Identified Property & Assisted with Phase I and Phase II Environmental Assessments

Request

Put Non-Taxable Property Back onto Tax Roles **Assist Growing Stafford Business**

- County Initiated Rezone from R1 to M1
- Transfer Property to EDA
- EDA Negotiate Sales/Lease and Project Development Agreement with First Line
 - 27,000 SF building
 - 15 jobs (new)
 - Extension of Sewer across property improving industrial development in area

Infrastructure Committee Meeting
AGENDA
September 6, 2022 - 1:30 PM

Committee Members: Chairman Meg Bohmke, Tinesha Allen, and Pamela Yeung
AGENDA ITEM

Subject:	
ECONOMIC DEVELOPMENT & TOURISM; DATA CENTER MARKET	
Recommended Action:	
Committee/Commission Recommendation:	
This is an informational meeting designed to provide summary of the data center industry and economic development opportunities for Stafford.	
Fiscal Impact:	District:
	Countywide
Overview:	
At the request of the Committee, a brief presentation on the data center industry will be made by individuals representing the industry, Dominion Power, and the Fredericksburg Regional Alliance, followed by a question and answer time.	
Discussion/Analysis:	
<p>Virginia, notably Northern Virginia, is home to the largest concentration data centers in the world. Data centers are physical structures that house computing equipment for the purpose of storing and processing the massive amounts of data integral to the technology people use every day. Over the past decade, the data center industry has grown significantly in Virginia due to access to infrastructure, workforce, and a favorable business climate. The Pandemic further accelerated that growth when it created a surge in new internet traffic to support growth of cloud technology and virtual collaboration for businesses. As companies evolve, data centers will continue to expand and adapt to meet the increased need from businesses and communities for new technology, online services, and remote work capabilities.</p> <p>A report by Mangum Economics in 2022 estimated that for every 1 Million SF of Data Center development in Stafford County, the County should estimate an annual fiscal influx of \$18 Million in direct tax revenue, 150 FTE jobs with 24 Million in associated pay and benefits, and 400+ jobs via indirect and induced economic activity.</p> <p>According to a report by Northern Virginia Technology Council also completed by Magnum Economics,</p>	

the data center industry employed 5,550 operational jobs and 10,230 construction and manufacturing jobs generating \$1.6 billion in associated employee pay and benefits and a total of \$7.5 billion in economic output. Taking into account the economic ripple effects generated by that direct impact, the total impact on Virginia from data centers in 2021 was approximately 45,460 supported jobs, \$3.6 billion in associated employee pay and benefits and \$15.3 billion in economic output. For every job inside a Virginia data center, there are 4.1 additional jobs that are supported in the rest of the Virginia economy .

In 2020, the local benefit to cost ratios associated with the industry in Loudoun County equal for every \$1.00 in county expenditures that data centers were responsible for generating, it provided approximately \$13.20 in tax revenue. In Prince William County, for every \$1.00 in county expenditures that data centers were responsible for generating, it provided approximately \$13.50 in tax revenue.

The most widely recognized, and publicized, challenge facing data centers is their cumulative energy consumption. Dominion Power has announced its plans to expand its use of renewable energy sources to lessen their reliance on fossil fuels. As of 2021, 36% of all solar energy produced by Dominion Energy in Virginia was directly attributable to data centers. Most of the data center operators already run on 100% renewable energy (e.g., solar, wind, geothermal). Typically, data centers offset their non-renewable power use by purchasing renewable energy certificates (REC) and power purchase agreements (PPA). The REC allows the purchaser to take “credit” for the RECs as renewable power “use” and PPAs can be purchased from a qualified renewable resource without requiring its direct use.

Access to water is another important need and potential impact on county infrastructure. Data center use of water varies widely by the type of facility. The industry has developed a variety of technologies to cool facilities and recirculate water. This includes, as example, using non-potable water sources. Many data center operators use recycled water for cooling in northern Virginia.

Stafford County, working with the Fredericksburg Regional Alliance (FRA), at the wishes of the Board, began exploring and marketing data centers beginning in 2015. On behalf of Stafford, the FRA worked with Dominion to focus on vetting potential data center locations and marketing efforts on sites that were in very close proximity or with direct access to power lines to avoid the need to extend lines across other properties.

In 2019, the member communities of the FRA worked together, with the leadership of Stafford County Commissioner of Revenue, and agreed to a set a common tax rate for data centers across the Greater Fredericksburg Region. This rate (Stafford’s) is currently \$1.25 and has made Stafford County and the region very appealing to the Data Center market.

Per Stafford County's current zoning code, data centers are permitted in B2 Urban Commercial Zoning District, RBC Recreational Business Campus District, M1 Light Industrial District, M2 Heavy Industrial District, and the ICTP Integrated Corporate and Technology Park Overlay. As with any other use, they are subject to Site Plan approval and must meet current ordinance requirements for parking, lighting, landscaping, setbacks, building height, etc. required by each district.

Attachments:

1. Attachment 1.ecodev EDT Slides for IC 090622

Summary/Conclusion:

Strategic Priorities:
Vibrant and Exciting Business Community
Reviewed By:

This agenda may be amended on the day of the meeting. Participation of all citizens is encouraged. For all individuals with special needs, please notify County Administration of any accommodations required at least 24 hours in advance of the meeting. The agenda and related materials may be found on the County's website at www.staffordcountyva.gov

Data Center Briefing

Data Center Value

Input from and Guest:

- Josh Levi, President, Data Center Coalition
- Stan Blackwell, Dominion Energy
- Curry Roberts, President, Fredericksburg Regional Alliance

Two Types

Enterprise/Single User

Business owns/controls servers and peripherals, may own facility

Multi-Tenant

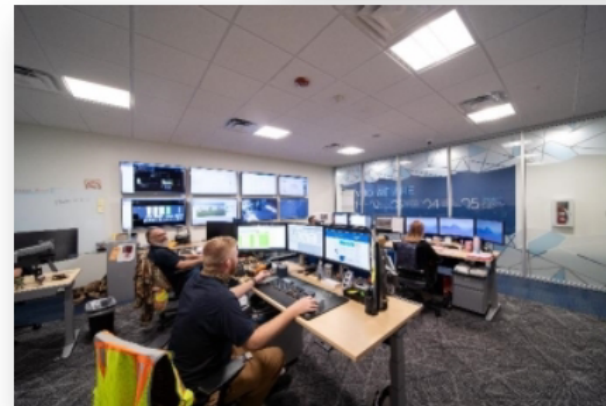
Facility owner leases to multiple tenants

Data Center Briefing

Data Center Value

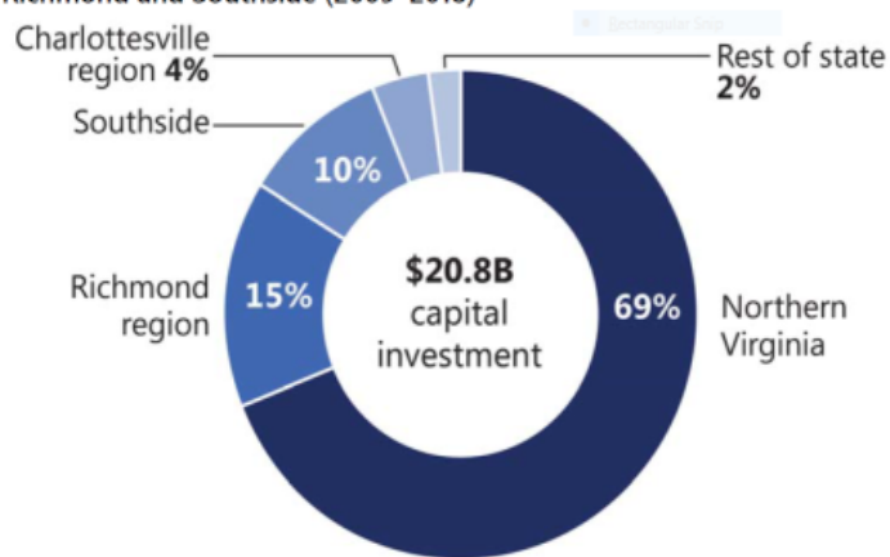
- **Focus on areas with power lines**
 - Estimated \$18M in direct new tax revenue per 1 Million SF of Data center
 - 150 FTE jobs
 - \$24M in pay and benefits
 - 400+ jobs via indirect and induced economic activity.

Data Center Briefing Samples



Data Centers: A Statewide Opportunity

Most data center activity has occurred in Northern Virginia, followed by Richmond and Southside (2009–2018)



Graphic Source: Data Center and Manufacturing Incentives Econ. Development Incentives, VA Joint Legislative Audit and Review Commission, June 17, 2019.

Data Source: Weldon Cooper Center analysis of VEDP announcements data 2009–2018, and undisclosed announcements by GO Virginia Region.

NOTE: Does not include some recent data center announcements in Virginia Beach.



Data Centers Are Highly Efficient Consumers of Energy

The New York Times

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Cloud Computing Is Not the Energy Hog That Had Been Feared

The digital services churned out by the world's computer centers are multiplying, but their energy use is not, thanks to cloud computing, a new study says.



Majd Bakaz, a Google vice president. The largest cloud data centers are owned and operated by big tech companies like Google. Josh Edelson/Agence France-Presse — Getty Images



By Steve Lohr

Feb. 27, 2020

- “In 2010, the researchers estimated that 79 percent of data center computing was done in smaller traditional computer centers, largely owned and run by non-tech companies.
- “By 2018, 89 percent of data center computing took place in larger, utility-style cloud data centers.”
- A new study of data centers globally found that while their computing output jumped sixfold from 2010 to 2018, their energy consumption rose only 6 percent.

Source: New York Times, Cloud Computing Is Not the Energy Hog That Had Been Feared, Feb 27, 2020.



Data Center Briefing

Power

- Great data center sites are near existing transmission lines
- Dominion provides transmission and substation infrastructure power plan
- Recommend Counties develop a fast track permitting program
- Typically takes 3-4 years to power a site

GEICO's central data center in basement of building



Russell Knox
Building completed
with state of the art
data center

Quantico Corporate Center Certification by



Yyotta Opens in Quantico Corporate Center

Data Centers in Stafford - A Timeline



2017

Dominion/REC sites identified across region along transmission lines

50 sites further vetted for other utilities/zoning

List narrowed to 15 premiere sites across the five localities

Modification to Stafford Merchant Capital Tax

Major, multi-locality data center project identifies difference in tax revenue

2018

Fredericksburg area taking regional approach to attracting data centers

By CATHY JETT THE FREE LANCE-STAR Apr 28, 2019

Fredericksburg and the surrounding counties are positioning themselves to attract a slice of the fast-growing data center market.

2019

Worked with Stafford Commissioner of Revenue to standardize tax rate among 5 localities

Commissioners create MOU on depreciation schedule

Data Centers in Stafford - A Timeline

'Unprecedented Times': A Power Shortage In Data Center Alley Has Developers Scrambling

August 14, 2022 | Dan Rabb, Bisnow Data Centers Reporter



An unexpected power shortage in the heart of Data Center Alley has thrown the critical industry into turmoil.



2020

Loudoun and Prince William have limited greenfield sites

Searches across the region heat up especially around raw/reuse water

State sales tax extension: 2010-2035

Today

Governor Youngkin administration working to spread data centers outside of Northern Virginia

Major topic of discussion on Secretary Merrick's August 18-19 regional tour

Agenda Item 8A

Retail Development Action Plan

Outline

August 10, 2022

Revised August 31, 2022

DRAFT

Background

- Please see the attached provided to the Joint BOS-EDA Meeting on July 5 (attached). As a result of that meeting, Staff have developed this Retail Development Action Plan.
- Current program has expanded retail/commercial by 100+ locations directly; many more indirectly
- Focus has been on major brands. Staff has had role in the following:
 - The first focused "win" was Chipotle' on Route 610. The first Chipotle' opened in December 2014; the second Chipotle' on US Route 17 opened in December 2015.
 - Many other stores followed in similar fashion, including Wawa, Sheetz, Royal Farms, Panda Express, 7 Eleven, and more. These stores continue to grow and expand; some developing new sites in Stafford
 - Staff assisted and encouraged the expansion of Mission BBQ and Umi's Japanese restaurant.
 - ED&T Staff assisted our local breweries from zoning code to expansions, as well as covid-19 grants.
 - ED&T Staff assisted in the recruitment and locating of Panda Express (now with two locations); Fatty's Taphouse; El Patron; Marco's Pizza; Royal Farms; Lidl; Starbucks; Firestone; Aspen Dental; Dunkin Donuts (now with three locations); IHOP South Stafford; Bojangles; Sonic; Freddy's; Publix
 - ED&T Staff assisted a number of medical and health companies locate (and expand) to Stafford: Anytime Fitness; Triton Fitness; Helping Hands; Fleming Therapy; KidMed; Fresenius Kidney, Virginia Oncology, Embry Mill Urgent Care (including an EDA loan).
 - Some confidential pending brands have been recommended and introduced to brokers, including brand steakhouses and other national brands for locations along Garrisonville Road and other locations.
- Approach. Our approach has been to conduct
 - Outreach to Brokers; Broker relationships; sharing opportunities
 - Outreach to owners; small businesses; restaurant groups
 - Outreach to major brands

Larger Local Area Context

Retail development follows "Place" development, in that the kinds and types of retail follow the development of different types of "places." Retail types around a quality shopping center next to a highway interchange are different from those in a residential-dense "downtown." Working with Planning and engaging the public in a variety of ways, we would like to explore *Stafford Area Place Development Plans*. These would be integrated into a broader county-wide and region-wide economic development strategy. *The Department will initiate planning and some brainstorming sessions internally and with the EDA during FY2022 and will seek funding for additional consultant assistance for an updated comprehensive economic development action strategy that encompasses Place development in FY2023.*

At the same time, we propose the following Action Plan for enhanced retail development. The following include actual plans in place and other ideas for input and discussion. **Actual plans in place are in green.**

Retail Development Action Plan FY2023

- Focused Marketing. We will continue and expand our focused marketing and outreach to the broker and developer committee.
 - ICSC September 14-15 2022, National Harbor
 - Direct marketing around ICSC includes:
 - Reviewing attendees list of 636 to identify leads for Stafford
 - Pull lead generation list into ED&T CRM
 - Develop and send out pre-conference Stafford branded email to lead generation list
 - Staff attending will have a LinkedIn branded post to meet potential clients
 - At ICSC staff will meet with and collect business cards with leads
 - After ICSC staff will follow-up via email communications to narrowed leads
 - One month after initial email communications follow-up, staff will follow up a second time with narrowed leads list
 - Send postcards outlining the program to a list of restaurant groups in the DMV.
 - Make a video presentation of some vacant spaces that would be good restaurant locations that can be sent via email to interested users.
- Additional and documented and outreach (over span of 6 months) to restaurant group owners
 - Clyde's
 - Great American
 - Bloomin Brands
 - Darden
 - Others
- The EDA has proposed a portion of ARPA funds be used on Consultant to advise on improvements to Hospitality Industry in Stafford (\$100,000). Some portions of this Action Plan will need additional staff or consulting resources.
- Request that developers secure FSR as part of proffers.
- Host meeting of brokers and developers for their insights on new restaurant development.
- Retail Roundtable. Local meeting(s) with retail and restaurant owners and developers to learn from their experience. Learn their current concerns and discuss opportunities to improve their business and more retail growth.
- Working with the FRA we will hold smaller scale "focus group" of FXBG restaurant developers
- Establish Tourism Zones across county. Offering some incentives in areas focused on appropriate development. These TZ incentives may include upfront cash grant, with claw backs, utilizing County Opportunity Fund. Tourism Zones to be presented to the Board under New Business in September or October. These Zones will coincide and compliment the *Stafford Area Place Development Plans*. **Tourism Zones will be presented to the Board's Community Economic Development Committee tentatively in October or November.**

SEPTEMBER 09, 2022
EDA REGULAR MEETING

ADDITIONAL
HANDOUTS

August Loan Payment Report

Account Number	Customer Name	Transaction Code Description	Amount	Interest	Total Payment
3003000001	Adventure Brewing Company	Regular Payment	\$503.70	\$9.32	\$513.02
3003000002	ACE Flight Solutions	Regular Payment	\$700.82	\$132.51	\$833.33
3003000003	Vitae Visual LLC	Regular Payment	\$394.85	\$48.11	\$442.96
3003000004	UpNorth Kutz LLC	Regular Payment	\$530.02	\$118.51	\$648.53
3003000005	Embry Mill Primary and Urgent Care LLC	Payments begin 9/1/22	\$0.00	\$0.00	\$0.00
Total			\$2,129.39	\$308.45	\$2,437.84

Account Number	Customer Name	Date Opened	Interest Rate	Loan Amount	Balance	Maturity Date
3003000001	Adventure Brewing Company	July 9, 2020	2.00	\$15,000.00	\$5,083.95	July 15, 2023
3003000002	ACE Flight Solutions	July 9, 2021	4.25	\$45,000.00	\$36,009.90	August 1, 2026
3003000003	Vitae Visual LLC	March 25, 2022	4.25	\$15,000.00	\$13,376.73	May 1, 2025
3003000004	UpNorth Kutz LLC	May 4, 2022	4.25	\$35,000.00	\$33,395.15	May 1, 2027
3003000005	Embry Mill Primary and Urgent Care LLC	July 18, 2022	4.25	\$108,000.00	\$108,000.00	July 1, 2027
Total				\$218,000.00	\$195,865.73	

Memo

To: Stafford Board of Supervisors
From: Stafford EDA
Date: May 13, 2022
Re: ARPA for Economic Development, Recommendations

As directed by the Board of Supervisors (BOS), the EDA met in a Special Meeting on March 29, 2022 to discuss and consider its recommendations for the uses of the \$2.9M in ARPA funds the Board has set aside for economic development purposes. These are our recommendations. The EDA met again on April 8 to discuss a draft of this Memo and how best to use ARPA funds for economic recovery. Finally, the EDA met on May 13 to finalize and approve this Memo and its recommendations in a unanimous 5-0 vote (two Members were absent but are in support of these programs and projects).

The EDA recognizes that the Department of Economic Development & Tourism may have capacity issues to implement deployment of these funds. This is not because of ability but because the Department is fully engaged in a wide range of other efforts. For this reason, the EDA recommends, overall, that the funds be used to fund “big projects or programs” and, to the extent possible, make use of other partners to distribute and administer, with appropriate reporting, the funds.¹ We recognize, too, there may be need for additional contracted staff.

The EDA discussed a variety of projects and ideas. Members admit that they do not have a comprehensive understanding of the ARPA Rules and rely on staff or County contractors to confirm eligible uses. Staff have taken extra hours to review the Rules and categorize these recommendations based on their understanding of the Rules.

Project and Program ideas can be categorized into the following key issues, identified by the EDA and Department and generally eligible and enumerated in the Rules.

- A. Workforce development for impacted individuals or employees in impacted businesses
- B. Training for impacted individuals, persons in impacted households and in impacted industries
- C. Direct support the Hospitality Industry, identified in the Rules as eligible industry
- D. Expenditures for neighborhood features to connect “disproportionally impacted communities.”
- E. Entrepreneurial development for impacted households or impacted individuals
- F. Infrastructure, specifically water, stormwater, sewer, and broadband

Additional input was gathered by the Department’s recent Tourism Advisory Group Meeting as well as input from specific partners (e.g., Germanna Community College, Stafford Schools, etc.). The balance of this Memo outlines the EDA recommendations categorized by the above key issue areas. Staff have identified sections and references to the Rules outlining the eligibility of the proposed uses and targeted populations.

¹ Page 158 “the final rule maintains, the ability for the recipient to transfer, e.g., via grant or contract, funds to nonprofit entities to carry out an eligible use on behalf of the recipient.”

Workforce Development (\$517,380)

The Rules clearly reference the changes in workforce and the labor market as a result of and exacerbated by the Pandemic. The EDA recommends the following to support for workforce opportunities for Impacted Households and Individuals

Eligible households and individuals include:

- household or population that experienced unemployment, experienced increased food or housing insecurity, or is low- or moderate-income experienced negative economic impacts resulting from the pandemic (page 37, 41), as defined
- Disproportionally impacted classes (pages 29-42)
- Individuals in Qualified Census Tracts (QCTs)

Projects:

1. Direct marketing for new and advanced employment opportunities to individuals in Qualified Census Tracts, promoting new (advanced) positions in cyber and distribution businesses. In addition to marketing for these positions, the EDA proposes to use a limited amount of direct funds to encourage and support impacted households and individuals that are advancing within a business or who take a new position. The use of these funds for so called “wrap around” or direct costs are generally not available through workforce training agencies.
 - a. Contracted marketing effort for select number of Stafford businesses with over 50 new job openings. (\$72,000)
 - b. Partnered businesses (with at least 50 openings) will be provided funds to offer new or advancing employees direct “wrap around” costs not available through existing workforce development agencies, such as:
 - i. Travel and costs for persons taking new positions in County (recruitment for existing businesses). These would be available to candidates from QCTs
 - ii. Day care and other direct expenses for employees that were impacted by the Pandemic or are identified as eligible “class” in Rules
 - iii. Rental or other housing assistance for those that have stayed in work or take new positions and hold for 12 months
 - iv. Limited by available funds (maximum of \$3,000 per person; allocation of \$250,000, \$50,000 per business)
2. Purchase of advanced equipment, laptops, to support the Stafford Schools Cyber training initiative. Funds will purchase equipment to allow advanced teaching of cyber training, including virtual sessions for limited number of students in the program. (\$20,380)
3. Summer camps for children (aka day care). Funds directly to eligible organizations in Stafford that will document funds to eligible households (\$100,000)

Training (\$680,000)

The Rules document that “enumerated eligible uses [include] assistance to households or populations facing negative economic impacts due to COVID-19. Enumerated eligible uses include job training to address negative economic or public health impacts experienced due to a worker’s occupation or level of training. (Page 80) The Rules document that training or other efforts to accelerate rehiring and thus reduce unemployment, such as childcare assistance, assistance with transportation to and from a jobsite or interview, and incentives for newly employed workers. (Page 116)

Finally, further guidance also provided that “public jobs programs, subsidized employment, combined education and on-the-job training programs, or job training to accelerate rehiring or address negative economic or public health impacts experienced due to a worker’s occupation or level of training” are all enumerated eligible uses as assistance to unemployed or underemployed workers. (Page 116)

Eligible beneficiaries of assistance are defined as “individuals who want and are available for work, including those who have looked for work sometime in the past 12 months or who are employed part time but who want and are available for full-time work.” (Page 116)

Also, recipients may provide job training or other enumerated types of assistance to individuals that are currently employed but are seeking to move to a job that provides better opportunities for economic advancement, such as higher wages or more opportunities for career advancement. (Page 118)

Eligibility under Rules

- household or population that experienced unemployment, experienced increased food or housing insecurity, or is low- or moderate-income experienced negative economic impacts resulting from the pandemic (page 37, 41), as defined
- Disproportionally impacted classes
- recipients may provide job training or other enumerated types of assistance to individuals that are currently employed but are seeking to move to a job that provides better opportunities for economic advancement, such as higher wages or more opportunities for career advancement (page 118)

Projects

1. Day Care Stipend for ARPA-eligible Germanna Community College students at its Stafford campus, with primary focus on health sciences and cyber students. (\$250,000)
2. Support for new EMT and health services training program at Germanna Community College, specifically towards an emergency response training and operational vehicle (Page 61, “acquisition of emergency response equipment”) used for training of new EMT and other health and first-responders. \$250,000
3. Funds to support Stafford teachers “post-covid” planning and training program at the schools strategic convocation, focused on what was learned and how to continue to engage with students impacted by the Pandemic. (\$180,000)

Hospitality Industry (\$655,000)

The Rules clearly identify the Hospitality Industry as an eligible Industry (Page 163). The Rules offer examples of eligible aid to include “aid for a planned expansion or upgrade of tourism, travel, and hospitality facilities delayed due to the pandemic.” (Page 162-163). The EDA and Staff are familiar with some facilities (projects) delayed due to the pandemic and propose to support these, listed below.

Projects

1. Data marketing and deployment of additional kiosks—Phase II of Pilot Project (\$155,000) (*this was project proposed by the Department to the Board previously*). This was also recommended by the Tourism Advisory Group.
2. Development of and outdoor space (event venue) that was delayed by Pandemic. Direct matching grant of up to \$250,000
3. Funding (matching grant) for exhibit on the Langley Flight that will encourage hospitality visits and was delayed due to the Pandemic (\$150,000)
4. Consultant to advise on improvements to Hospitality Industry in Stafford. (\$100,000)

Connected Communities—Multiuse Paths (\$200,000)

The final rule includes enumerated eligible uses in “disproportionately impacted communities” that include developing neighborhood features that promote improved health and safety outcomes, such as parks, green spaces, recreational facilities, sidewalks, pedestrian safety features like crosswalks, projects that increase access to healthy foods, streetlights, neighborhood cleanup, and other projects to revitalize public spaces.” (Page 132)

1. Staff recommends and EDA proposes to fund plans for connecting communities across the County. These funds would be contracted for planning and some pre-engineering and costing, but likely no capital expenses.

Entrepreneurial Development (\$300,000)

The Rules identify training and entrepreneurial development as “enumerated uses” in a number of places, including allowing for “assistance to unemployed workers seeking to start small businesses,” (Page 116); and noting that “While businesses everywhere faced significant challenges during the pandemic, minority-owned and very small businesses have faced additional obstacles, and states that funds may be used for “technical assistance, counseling, or other services to assist with business planning needs. Treasury acknowledges a range of potential circumstances in which assisting small businesses could be responsive to the negative economic impacts of COVID-19, including for small businesses startups and microbusinesses and individuals seeking to start small or microbusinesses.” (page 150).

The EDA recommends expansion and extension of entrepreneur programs, targeted impacted households, individuals, existing small business, and minority-owned persons or businesses seeking to expand.

Eligibility under the Rules

- individuals who have experienced a negative economic impact from the COVID-19 public health emergency, including uses that provide job training for unemployed individuals. These initiatives also may support small business start-ups, microbusinesses, and individuals seeking to start small or microbusinesses (page 151)

Project

1. Funding to support RIoT Foundations and Accelerator Program, targeted to eligible individuals, households, and “classes.” Including RIoT Foundations Program and in general supporting efforts from the Testbed and building entrepreneurial ecosystem. Portion of funds may be used to provide grant to businesses as part of “pitch” competitions; To help sustain programs 2023-2025.

Infrastructure (\$550,000)

The *Rules clearly enumerate the use of funds for water, storm water, waste water and broadband infrastructure*. The Board has supported some infrastructure projects in the County, focused on economic development (e.g., Tribal center, Austin Ridge). The EDA recommends additional projects that will support economic development.

The EDA recommends the following projects as part of the economic development allocation but respectfully recommends the Board consider funding these projects outside this allocation, thus allowing additional funds to be contributed to the other (non-infrastructure) above projects.

- Support water, stormwater, and sewer planning for new business center (location still confidential as this draft) (\$400,000)
- Support water needs for Patowomeck and proposed eco-center (\$150,000)

Stafford EDA Recommendations for ARPA Allocation

For discussion only at Stafford EDA Meeting 09/09/22

Program\Project(s)	#	Amount	Note & Admin	Admin	Est Cost	Revised Cost
Workforce Development		\$ 517,380			\$ -	
Assisst to attract WF	1.a	\$ 72,000	Targeted marketing to QCT; Contrcactor, Jan 2023-Dec 2024	X	\$ 72,000	\$ 100,000
Wrap Around Services	1.b	\$ 250,000	Direct to businesses for allocation to eligible persons	X	\$ 250,000	\$ 500,000
CTE Student Cyber Program Equip	2	\$ 20,380	Direct to Stafford Schools, Foundation		\$ -	
Summer Camps	3	\$ 175,000	1-2 grants direct to camps		\$ -	
Training to Impacted Industries		\$ 680,000	Direct to GCC to adminster		\$ -	
Daycare for advance training	1	\$ 250,000	GCC to administer		\$ -	
Health Services training equipment	2	\$ 250,000	GCC to administer	X	\$ 250,000	\$ 250,000
Schoolls, teacher post-covid tranining	3	\$ 180,000	Stafford Schools to administer		\$ -	
Hospitality Industry		\$ 655,000	EDA		\$ -	
Marketing Data & Kiosks	1	\$ 155,000	EDA purchases, program with ED&T	X	\$ 155,000	\$ 155,000
Outdoor Spaces	2	\$ 250,000	Development of new significant outdoor venue		\$ -	
Langley	3	\$ 150,000	Matching grant for exhibit at Stafford Airport	X	\$ 150,000	\$ 150,000
Hospitality Industry Consultant	4	\$ 100,000	Advise on improving hospitality industry in Stafford	X	\$ 100,000	\$ 100,000
Connected Communities	1	\$ 200,000	Contractor to design plan	X	\$ 200,000	\$ 400,000
Entrepreneurship	1	\$ 300,000	Contract to RIoT	X	\$ 300,000	\$ 300,000
Infrastructure		\$ 550,000	Contractors	X	\$ 550,000	\$ 950,000
Water, SW, & Sewer to new site	1	\$ 400,000	Contractors		\$ -	
Water to Duff Green Site	2	\$ 150,000	Contractors		\$ -	
Total		\$ 2,902,380			\$ 2,027,000	\$ 2,905,000

**LOCAL LEVEL INCENTIVES ECONOMIC DEVELOPMENT GRANT
MEMORANDUM OF AGREEMENT**

This **LOCAL LEVEL INCENTIVES ECONOMIC DEVELOPMENT GRANT MEMORANDUM OF AGREEMENT** ("Agreement") made and entered this ____ day of _____, 2022, by and among the **BOARD OF SUPERVISORS OF STAFFORD, VIRGINIA**, governing body of Stafford County, Virginia, a political subdivision of the Commonwealth of Virginia (the "County"), the **ECONOMIC DEVELOPMENT AUTHORITY OF STAFFORD COUNTY, VIRGINIA**, a political subdivision of the Commonwealth of Virginia (the "EDA"), and {INSERT APPROPRIATE MERRITT ENTITY NAME}, a corporation, authorized to transact business in the Commonwealth ("Merritt").

WITNESSETH:

WHEREAS, Merritt intends to develop five buildings, a total of 393,075 square feet, more or less, on Stafford County Tax Map Parcel No. 29-80C ("Facilities"), which will provide approximately 400 new jobs generated by tenants in the Facilities, expansion of business, and other benefits to the citizens of Stafford County; and

WHEREAS, the construction, equipping and operation of the Facilities will entail a capital expenditure by or on behalf of Merritt of approximately \$77,815,000; and

WHEREAS, the construction, equipping and operation of the Facilities will include Merritt's construction of a sewer line extension, which involves the installation of a new gravity sewer line to support the Facilities, other future commercial development, and provide a path for future improvements for residents along Cedar Lane, an estimated capital expenditure of \$2,150,000; and

WHEREAS, the development of the Facilities will also assist in the retention, expansion, and relocation of existing businesses and industries to the County; and

WHEREAS, in support of Merritt's development project, and to induce Merritt to make the capital investment in Stafford County, create new jobs, and assist in the retention, expansion, and relocation of existing businesses and industries in Stafford County, the County and EDA wish to offer a certain economic development incentive grant to Merritt in the amount of up to \$1,650,000; and

WHEREAS, the County is authorized by Virginia Code § 15.2-953, American Rescue Plan Act (ARPA) (Subtitle M of Title IX of Pub. L. 117-2; 87 Federal Register 4446), and other laws, and the EDA is authorized by the Industrial Development and Revenue Bond Act, contained in Chapter 49, Title 15.2 of the Code of Virginia and other laws, to provide ARPA funding and perform the activities contemplated in this Agreement; and

WHEREAS, the County and the EDA hereby find that the grant to Merritt meets a public purpose by diversifying Stafford County's tax base, creating jobs, assisting in the

retention, expansion, and relocation of existing businesses and industries to Stafford County, and enhancing the quality of life for the residents of Stafford County; and

WHEREAS, the County, the EDA, and Merritt desire to set forth their understanding and agreement as to the payout of the incentive grant, and the obligations of Merritt regarding the construction of the Facilities and extending sanitary sewer improvements along Cedar Lane.

NOW, THEREFORE, in consideration of the foregoing, the mutual benefits, promises, and undertakings of the parties to this Agreement, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

Section 1. Definitions.

For the purposes of this Agreement, the following terms shall have the following definitions:

“Capital Investment” means a capital expenditure by or on behalf of Merritt in taxable real property, taxable tangible personal property, or both, for the Facilities. The purchase or lease of machinery and tools or furniture, fixtures, infrastructure, and business personal property will qualify as Capital Investment. The Capital Investment must be in addition to the capital improvements at the Facilities as the date of this Agreement. An expenditure by or on behalf of Merritt in real property and/or tangible personal property at the Facilities which would be taxable in the absence of an applicable exemption will qualify as Capital Investment.

“Certificate of Occupancy” means any temporary or permanent document issued by the Stafford County Department of Development Services certifying that the building of one of the Facilities is in a condition suitable for occupancy.

“Economic Development Department” means the Stafford County Department of Economic Development and Tourism.

“Force Majeure” means any delay due to any moratorium on the issuance of governmental approvals, extreme unpredictable weather, fires, earthquakes, explosions, epidemics, pandemics, wars, riots, mob violence, area-wide strikes, union labor disputes or other union work stoppages, freight embargoes or inability to obtain basic materials or supplies by reason of shortages which generally affect the region in which the Facilities are located or which are national in scope, condemnation, acts of terrorism, acts of God, or, without limiting the foregoing, any cause not within the control of the party whose performance is interfered with, and which, by the exercise of reasonable diligence, the party cannot prevent.

“New Jobs” means new permanent full-time employment of an indefinite duration at the Facilities that are anticipated to be created by tenants in the Facilities.

“Performance Date” means on or before July 1, 2026. The Performance Date may not be extended.

“Virginia Code” means the Code of Virginia of 1950, as amended.

Section 2. Performance Commitments.

2.1 In return for the Local Level Incentive Grant set forth in Section 3 of this Agreement, Merritt shall construct the following on or before the Performance Date:

(a) *Construction of Facilities.* Merritt shall construct at least one building which shall be used to provide New Jobs generated by tenants, expand business, and other benefits to the citizens of Stafford County (the “Facility”); and

Commented [A1]: Merritt—please provide layout of plans and label buildings as Building 1, 2, 3, etc. We would like to then define “at least one building” as Building 1 (the first one you intend to build.)

(b) *Cedar Lane Extension.* Merritt shall construct sanitary sewer facilities along Cedar Lane, in accordance with the Stafford County Department of Utilities’ standards and specifications (the “Cedar Lane Extension”).

Construction of the Facility and Cedar Lane Extension, shall be collectively referred to as the “Project.” Merritt shall build, construct, and execute the Project in accordance with all applicable building code standards; federal, state and local rules and regulations; the Stafford County Department of Utilities Water and Sewer Design and Construction Standards dated April 2017, as last revised; and the approved construction plans, attached hereto as Exhibit A. The Cedar Lane Extension shall be constructed to the standard satisfactory for acceptance into the County public sewer system.

Section 3. Local Level Incentive Grant.

3.1 To induce Merritt to make the Performance Commitments set forth in Section 2 above, the EDA agrees to provide Merritt with the following incentive grant (“Local Level Incentive Grant”), subject to appropriation of sufficient funds by the County, to be disbursed as provided in Section 3.1(a), below.

(a) *Local Level Incentive Grant Disbursement.* Local Level Incentive Grant funds will be disbursed to Merritt upon reaching completion of the Project on or before the Performance Deadline. Project completion shall consist of Merritt (1) obtaining a Certificate of Occupancy for at least one Facility; (2) acceptance of the Cedar Lane Extension into the County public sewer system; and (3) payment, by Merritt, of all connection and availability fees due to Stafford County. Within 30 days of receipt of certification of the Project’s completion from the Stafford County Departments of Utilities and Development Services, the County will disperse Local Level Incentive Grant funds to the EDA, and within 30 days of receipt of the funds, the EDA will disburse the funds to Merritt.

3.3 *Payment of Taxes.* In addition to the completion of Performance Commitments set forth in Section 2 above, the Local Level Incentive Grant funds will be paid to Merritt as set forth herein, so long as Merritt is current on all taxes and fees it owes Stafford County for any reason. If Merritt has been provided with written notice that it is in default on any payment or other provision of this Agreement, the EDA will not make any Local Level Incentive Grant disbursements to Merritt until

Merritt pays the amount it owes to Stafford County or otherwise cures the default to the satisfaction of the County and EDA. The Local Level Incentive Grant funds are subject to the Repayment obligations as described below in Section 6.

3.4 Funds Subject to Board Appropriation. The County and EDA's Local Level Incentive Grant disbursement obligations provided under this Section 3 are solely conditioned upon the Stafford County Board of Supervisors providing the necessary funding as described herein and all other conditions being satisfied.

Section 4. Verification of Capital Investment and New Jobs.

(a) *Verification of Capital Investment.* Upon request, Merritt shall provide to the County and EDA real estate tax, business personal property tax, and machinery and tools tax information as requested to verify its Capital Investment in the Project. Such information shall be marked and considered confidential and proprietary and shall be used by the County Administrator and EDA solely for verifying Merritt's Capital Investment. If the County, EDA, Commissioner of the Revenue, or Treasurer should require additional documentation or consents from Merritt to access such information, Merritt shall promptly provide, at Merritt's expense, such additional documentation or consents as requested by the County, EDA, Commissioner of the Revenue, or Treasurer.

In addition to the verification data described above, in the sole but reasonable discretion of the County or the EDA, the County or the EDA may each require such other documentation, including invoices or audits as may be reasonably required to properly verify the Capital Investment.

Section 5. Repayment Obligation.

(a) *Failure to Meet Performance Commitments.* At a minimum, Merritt must meet the Performance Commitments set forth in Section 2 above. Should Merritt fail to meet the Performance Commitments by the Performance Deadline, the County and EDA may withhold disbursement of the Local Level Incentive Grant funds.

(b) *Dispute Resolution.* In the event of any dispute, controversy or claim of any kind or nature arising under or in connection with this Agreement (including disputes as to the creation, validity, or interpretation of this Agreement) (a "Dispute"), then upon the written request of any party, each of the parties will appoint a designated senior executive whose task it will be to meet for the purpose of endeavoring to resolve the Dispute. The designated executives will meet as often as the parties reasonably deem necessary in order to gather and furnish to the others all information with respect to the matter in issue which the parties believe to be appropriate and germane in connection with its resolution. Such executives will discuss the Dispute and will negotiate in good faith in an effort to resolve the Dispute without the necessity of any formal proceeding relating thereto. The specific format for such discussions will be left to the discretion of the executives but may include the preparation of agreed upon statements of fact or written statements of position furnished to the other parties. No formal proceedings for the resolution of

the Dispute may be commenced until the earlier to occur of (a) a good faith mutual conclusion by the executives that amicable resolution through continued negotiation of the matter in issue does not appear likely or (b) the 90th day after the initial request to negotiate the Dispute. If the resolution of the Dispute requires any party to take, or cause to be taken or to cease taking, some action, such party shall be provided a reasonable period of time, not to exceed 90 days, to take, to cause, or to cease taking, such action.

Section 6. Term.

This Agreement is effective as of the date all parties have signed the Agreement and shall be in effect until December 31, 2026, if not sooner terminated as provided herein.

Section 7. Notices.

Formal notices and communications between the parties shall be given either by (i) personal service, (ii) delivery by a reputable document delivery service that provides a receipt showing date and time of delivery, (iii) mailing utilizing a certified or first class mail postage prepaid service of the United States Postal Service that provides a receipt showing date and time of delivery, or (iv) delivery by facsimile or electronic mail (email) with transmittal confirmation and confirmation of delivery, addressed as noted below. Notices and communications personally delivered or delivered by document delivery service shall be deemed effective upon receipt. Notices and communications mailed shall be deemed effective on the second business day following deposit in the United States mail. Notices and communications delivered by facsimile or email shall be deemed effective the next business day, not less than 24 hours, following the date of transmittal and confirmation of delivery to the intended recipient. Such written notices and communications shall be addressed to:

if to Merritt, to:

if to the County, to:

Stafford County, Virginia
ATTN: COUNTY ADMINISTRATOR
Physical Address:
1300 Courthouse Road, 3rd Floor
Stafford, Virginia 22554
By U.S.P.S.:
P.O. Box 339
Stafford, Virginia 22555

Email: rvosburg@staffordcountyva.gov

with a copy to:

Stafford County, Virginia
ATTN: COUNTY ATTORNEY
Physical Address:
1300 Courthouse Road, 3rd Floor
Stafford, Virginia 22554
By U.S.P.S.:
P.O. Box 339
Stafford, Virginia 22555

Email: rmcclendon@staffordcountyva.gov

if to the EDA, to:

Stafford County Economic Development
Authority
ATTN: CHAIRMAN
Physical Address:
1300 Courthouse Road, 3rd Floor
Stafford, Virginia 22554
By U.S.P.S.:
P.O. Box 339
Stafford, Virginia 22555

Email: jgstaffordeda@yahoo.com

with a copy to:

Stafford County Economic Development
Authority
c/o Stafford County Office of Tourism and
Economic Development
ATTN: DIRECTOR OF ECONOMIC
DEVELOPMENT
Physical Address:
1300 Courthouse Road, 3rd Floor
Stafford, Virginia 22554
By U.S.P.S.:
P.O. Box 339
Stafford, Virginia 22555

Email: jholden@staffordcountyva.gov

Section 8. Miscellaneous.

(a) *Entire Agreement; Amendments.* Approval of this Agreement by the County is provided pursuant to Resolution R22-____, approved on _____, 2022. This Agreement constitutes the entire agreement among the parties hereto as to the Local Level Incentives Grant and may not be amended or modified, except in writing, approved by the Board and signed by each of the parties hereto. This Agreement shall be binding upon and inure to the benefit of the parties hereto and their respective successors and assigns. Merritt may not assign its rights and obligations under this Agreement without the prior written consent of the County and the EDA.

(b) *Governing Law; Venue.* This Agreement is made, and is intended to be performed, in the Commonwealth of Virginia and shall be construed and enforced by the laws of the Commonwealth of Virginia. Jurisdiction and venue for any litigation arising out of or involving this Agreement shall lie in the Stafford County Circuit Court, and such litigation shall be brought only in such court.

(c) *Counterparts.* This Agreement may be executed in one or more counterparts, each of which shall be an original, and all of which together shall be one and the same instrument.

(d) *Severability.* If any provision of this Agreement is determined to be unenforceable, invalid or illegal, then the enforceability, validity and legality of the remaining provisions will not in any way be affected or impaired, and such provision will be deemed to be restated to reflect the original intentions of the parties as nearly as possible in accordance with applicable law.

(e) *Attorney's Fees.* Attorney's fees shall be paid by the party incurring such fees.

(f) *Force Majeure.* Notwithstanding anything to the contrary, neither party shall be liable or responsible to the other party, nor be deemed to have defaulted under or breached this Agreement, for any failure or delay in fulfilling or performing any term of this Agreement when and to the extent such failure or delay is caused by Force Majeure.

(g) *Mutual Assistance.* The County, the EDA and Merritt will do the things commercially reasonable, necessary or appropriate to carry out the terms and provisions of this Agreement, and to aid and assist each other in carrying out such terms and provisions.

[Remainder of page intentionally left blank. Signature page(s) follow.]

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the date first written above.

**BOARD OF SUPERVISORS OF
STAFFORD COUNTY, VIRGINIA**

By _____
Randal E. Vosburg
County Administrator

Date: _____

**STAFFORD COUNTY ECONOMIC
DEVELOPMENT AUTHORITY**

By _____
Joel Griffen
Chairman

Date: _____

{Appropriate Merritt Entity Name}

By _____
Name:
Title:

Date: _____

FUND DISBURSEMENT AGREEMENT

This Fund Disbursement Agreement (this "Agreement") is made and entered into as of _____, 2022, by and between the Stafford County Economic Development Authority, a body politic of the Commonwealth of Virginia, ("EDA") and Exel Inc., a Virginia corporation, doing business as DHL Supply Chain ("DHL").

RECITALS

WHEREAS, on or about _____, 2022, the County and EDA did enter into that certain Transportation Partnership Opportunity Fund Grant Agreement ("TPOF Grant Agreement"), a copy of which is attached hereto, incorporated herein by this reference and marked as Exhibit A; and

WHEREAS, the TPOF Grant Agreement includes grant funds amounting to One Million Three Hundred Ninety-Two Thousand Dollars (\$1,392,000.00) (the "Grant Funds") to assist with certain roadway improvements located along Wyche Road in Stafford County, Virginia (the "Improvements"), for purposes of serving the new DHL Supply Chain Distribution Facility described more particularly in the TPOF Grant Agreement (the "Project"); and

WHEREAS, the TPOF Grant Agreement, among other requirements, authorizes the County to appropriate the Grant Funds to the EDA for purposes of funding the Improvements; and

WHEREAS, the Project is a significant economic development initiative within the County; and

WHEREAS, the EDA and DHL desire to set forth the terms and conditions upon which the EDA will disburse the funds to DHL to complete the Improvements.

AGREEMENT

NOW, THEREFORE, in consideration of the mutual benefits and covenants hereinafter set forth, the EDA and DHL hereby agree as follows:

1. **Recitals**. The foregoing recitals are hereby incorporated into this Agreement as a part hereof as if fully restated herein.
2. **Agreement**. In accordance with the terms herein, the EDA will provide DHL the Grant Funds upon DHL's completion of the Improvements. Once the Improvements are completed in accordance with approved construction plans, and accepted by the County and the Virginia Department of Transportation ("VDOT"), then DHL must provide the EDA with written notice and confirmation of the same, and request the release of the Grant Funds. Upon the EDA's review and receipt of said notice, the EDA, in accordance with the TPOF Grant Agreement, will disburse the Grant Funds to DHL within thirty (30) days thereafter.

4. Governing Law. This Agreement shall be governed by and construed under the laws of the Commonwealth of Virginia. Any jurisdiction's choice of law, conflicts of laws, rules, or provisions that would cause the application of any laws other than those of the Commonwealth of Virginia do not apply. Any and all disputes, claims, and causes of action arising out of or in any way connected with the Agreement or its performance must be brought in the applicable court of Stafford County.

5. Notices. All notices, approvals, consents, requests and other communications under this Agreement shall be in writing and shall be deemed to have been given when made in writing and either (a) delivered in person, (b) delivered by an agent, such as an overnight or similar delivery service, or (c) deposited in the United States mail, postage prepaid, certified or registered, addressed as follows:

(a) if to the EDA:

Stafford County Economic Development Authority
1300 Courthouse Road, 1st Floor
P.O. Box 339
Stafford, Virginia 22554
Email: jgstaffordeda@yahoo.com
Attention: Joel Griffin, Chairman

(b) if to DHL:

Exel Inc.,
d/b/a DHL Supply Chain (USA) (STAFFORD CO)
4701 Cox Road, Suite 285
Glen Allen, Virginia 23060
Email: _____
Attention: _____

Notice is deemed to have been received: (i) on the date of delivery if delivered in person; (ii) on the first business day after the date of delivery if sent by same day or overnight courier service; or (iii) on the third business day after the date of mailing, if sent by certified or registered United States Mail, return receipt requested, postage and charges prepaid.

6. Entire Agreement. This Agreement, together with Exhibits, constitutes the entire agreement of the parties with respect to its subject matter and supersedes all prior or contemporaneous, oral or written agreements or understanding with respect to such subject matter.

7. Counterparts. This Agreement may be executed in counterparts, each of which shall be deemed to be an original, but of which together shall constitute one and the same agreement.

IN WITNESS WHEREOF, the parties, intending to be legally bound, have executed this Agreement on the date first written above.

STAFFORD COUNTY ECONOMIC
DEVELOPMENT AUTHORITY

By: _____

Joel E. Griffin

Chairman

EXEL INC., a Virginia corporation.
d/b/a DHL SUPPLY CHAIN (USA) (STAFFORD CO)

By: _____

Print Name: _____

Title: _____

EXHIBIT A

**TRANSPORTATION PARTNERSHIP OPPORTUNITY FUND
GRANT AWARD AGREEMENT**

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