

**Minutes**  
**Board of Directors of the Virginia Economic Development Partnership Authority**  
**October 24, 2017**  
**VEDP Office – 901 East Cary Street, 9<sup>th</sup> Floor**  
**Richmond, Virginia**

**Call to Order/Approval of Minutes**

The meeting was called to order at 9:06 a.m. by Chairman Vincent Mastracco, who noted that a quorum was present.

**Members present:** Secretary Ric Brown, Dan Clemente, Heather Engel, Chris Lumsden, Vincent Mastracco, Ned Masee, Dan Pleasant, Xavier Richardson, Robert Vaughn

**Members absent:** Carrie Chenery, Betsey Daley, Greg Fairchild, Secretary Todd Haymore, Bill Hayter, John Reinhart, Carlos Tapias, Dubby Wynne

**VEDP staff present:** Tre Akins, Vince Barnett, Christine Bell, Sean Brazier, Melissa Cox, Nicole David, Jason El Koubi, Kim Ellett, Stephanie Florie, Jennifer Garrett, Paul Grossman, Kara Hart, Sandi McNinch, John Mehfoud, Lori Melancon, Stephen Moret, Christy Morton, Jack Nelson, Patty Thorne, Landon Webber

**Guests present:** Tyler Duval, Amanda Glover, Chris Kalafatis, Heather Lockerman, Samantha Martin, Skip Maupai, Elizabeth Myers, Jason Powell, Sarah Tucker-Ray, Curry Roberts, Ben Saffran, Toni Walker

**Public Comment Period**

Chairman Mastracco solicited public comments.

Curry Roberts with the Fredericksburg Regional Alliance and Amanda Glover with Augusta County spoke about their experience serving on VEDP's Strategic Plan Steering Committee, stating that it was a honor and a privilege to serve. They said that they both appreciated the opportunity to provide input during the process and that they both fully support VEDP's Strategic Plan. They specifically mentioned the marketing section of the plan and the importance of more focus on selling the state as a great place to do business, not just a great place to visit. They shared how helpful a focus on marketing at the state level would be for their organizations, since currently a lot of their time working with prospects is spent educating them about the state, instead of being able to focus on selling their respective regions.

There were no further public comments.

**Approval of Minutes**

Chairman Mastracco asked for approval of the minutes from the September 14, 2017 meeting. A motion was made by Mr. Vaughn and seconded by Mr. Masee, and the minutes were unanimously approved as presented.

### **Chairman's Report**

Chairman Mastracco reviewed the meeting agenda and provided an overview of the topics that would be covered during the meeting.

### **President's Report**

Mr. Moret reviewed the FY18 Performance Metrics to date.

Mr. Moret presented the FY18 operational plan progress dashboard. He pointed out that the top three goals are moving along well and are all on track.

Mr. Moret shared that VEDP is conducting a national search for a lead generation team leader.

Mr. Vaughn shared that Virginia hosted the rating agencies a few weeks ago and that they were impressed by what we are doing in the state. Secretary Brown acknowledged Mr. Moret for his presentation to the rating agencies group.

Chairman Mastracco suggested that Mr. Moret speak about VEDP's experience coordinating the Amazon HQ2 proposals. Mr. Moret stated that there was an unprecedented level of collaboration from around the state, including incredible involvement from higher education, VDOT, Planning and Budget, etc. He feels that our partners are very proud and excited about what we presented to Amazon.

### **Closed Meeting: Strategic Plan Discussion**

A motion was made by Mr. Lumsden and seconded by Mr. Masee to move into a closed meeting. Mr. Moret requested that VEDP staff, legislative guests, McKinsey guests, OAG guests, and Dixon Hughes Goodman guests be allowed to stay for the closed meeting.

#### **Wording for Going into a Closed Meeting:**

I MOVE THAT THE BOARD OF DIRECTORS OF THE VIRGINIA ECONOMIC DEVELOPMENT PARTNERSHIP AUTHORITY CONVENE A CLOSED MEETING: PURSUANT TO VIRGINIA CODE §2.2-3711(A)(1) TO ENGAGE IN A DISCUSSION REGARDING THE ASSIGNMENT, APPOINTMENT, PROMOTION, PERFORMANCE, DEMOTION, SALARIES, DISCIPLINING, OR RESIGNATION OF VEDP'S EMPLOYEES, INCLUDING CONSIDERATION OF EMPLOYEE COMPENSATION AND EMPLOYEE PERFORMANCE; PURSUANT TO VIRGINIA CODE §2.2-3711(A)(7) TO ENGAGE IN CONSULTATION WITH LEGAL COUNSEL AND BRIEFINGS BY STAFF MEMBERS PERTAINING TO ACTUAL OR PROBABLE LITIGATION, WHERE SUCH CONSULTATION OR BRIEFING IN OPEN MEETING WOULD ADVERSELY AFFECT THE NEGOTIATING OR LITIGATING POSTURE OF VEDP, INCLUDING CONSULTATION AND BRIEFINGS PERTAINING TO THE LITIGATION INVOLVING THE REPAYMENT OF A GRANT; PURSUANT TO VIRGINIA CODE §§2.2-3711(A)(5) AND (40) TO ENGAGE IN A DISCUSSION CONCERNING A PROSPECTIVE BUSINESS OR INDUSTRY OR THE EXPANSION OF AN EXISTING BUSINESS OR INDUSTRY WHERE NO PREVIOUS ANNOUNCEMENT HAS BEEN MADE OF THE BUSINESS' OR INDUSTRY'S INTEREST IN LOCATING OR EXPANDING ITS FACILITIES IN THE COMMONWEALTH, AND CONCERNING PROPRIETARY INFORMATION SUBMITTED BY A COMPANY TO

VEDP FOR BUSINESS DEVELOPMENT OR RETENTION PURPOSES PURSUANT TO A PROMISE OF CONFIDENTIALITY, INCLUDING THE STATUS OF ONGOING PROJECTS; PURSUANT TO VIRGINIA CODE §2.2-3711(A)(29) TO ENGAGE IN A DISCUSSION OF THE AWARD OF A PUBLIC CONTRACT INVOLVING THE EXPENDITURE OF PUBLIC FUNDS, AND DISCUSSION OF THE TERMS OR SCOPE OF SUCH CONTRACT, WHERE DISCUSSION IN AN OPEN SESSION WOULD ADVERSELY AFFECT THE BARGAINING POSITION OR NEGOTIATING STRATEGY OF VEDP, INCLUDING CONTRACT NEGOTIATIONS ON INCENTIVE MATTERS; AND FINALLY PURSUANT TO VIRGINIA CODE §2.2-3711(A)(50) TO ENGAGE IN A DISCUSSION OR CONSIDERATION OF THOSE PORTIONS OF VEDP'S STRATEGIC PLAN, MARKETING PLAN OR OPERATIONAL PLAN, THAT MAY RELATE TO TARGET COMPANIES, SPECIFIC ALLOCATION OF RESOURCES AND STAFF FOR MARKETING ACTIVITIES, AND SPECIFIC MARKETING ACTIVITIES THAT WOULD REVEAL TO THE COMMONWEALTH'S COMPETITORS FOR ECONOMIC DEVELOPMENT PROJECTS THE STRATEGIES INTENDED TO BE DEPLOYED BY THE COMMONWEALTH, THEREBY ADVERSELY AFFECTING THE FINANCIAL INTEREST OF THE COMMONWEALTH.

The motion was unanimously approved.

In closed session, the Board continued its discussion on the development of VEDP's strategic plan and the Economic Growth Strategy for Virginia. They reviewed and discussed potential proposals related to the Strategic Plan that will be brought before the General Assembly. The Board was also provided with a briefing on the newly created VEDP Division of Incentives.

**Back in Open Meeting, Certification of Closed Meeting – Followed by a Roll Call vote:**

WHEREAS, THE BOARD OF DIRECTORS OF THE VIRGINIA ECONOMIC DEVELOPMENT PARTNERSHIP AUTHORITY HAS CONVENEED A CLOSED MEETING ON THIS DATE PURSUANT TO AN AFFIRMATIVE RECORDED VOTE AND IN ACCORDANCE WITH THE PROVISIONS OF THE VIRGINIA FREEDOM OF INFORMATION ACT; AND

WHEREAS, THE VIRGINIA FREEDOM OF INFORMATION ACT REQUIRES A CERTIFICATION BY THIS BOARD OF DIRECTORS THAT SUCH CLOSED MEETING WAS CONDUCTED IN CONFORMITY WITH THE ACT;

NOW, THEREFORE, BE IT RESOLVED, THAT THE BOARD OF DIRECTORS CERTIFIES THAT, TO THE BEST OF EACH MEMBER'S KNOWLEDGE, (I) ONLY PUBLIC BUSINESS MATTERS LAWFULLY EXEMPTED FROM OPEN MEETING REQUIREMENTS UNDER THE ACT WERE DISCUSSED IN THE CLOSED MEETING TO WHICH THIS CERTIFICATION RESOLUTION APPLIES, AND (II) ONLY SUCH PUBLIC BUSINESS MATTERS AS WERE IDENTIFIED IN THE MOTION BY WHICH THE CLOSED MEETING WAS CONVENEED WERE HEARD, DISCUSSED, OR CONSIDERED IN THE CLOSED MEETING BY THE BOARD OF DIRECTORS.

Upon the vote:	Mr. Brown	Aye
	Mr. Clemente	Aye
	Ms. Engel	Aye
	Mr. Lumsden	Aye
	Mr. Mastracco	Aye
	Mr. Masee	Aye
	Mr. Pleasant	Aye
	Mr. Richardson	Aye
	Mr. Vaughn	Aye

**Vote on Marketing Plan for FY18**

Chairman Mastracco asked for approval of the Transitional Marketing Plan for FY18. A motion was made by Mr. Masee and seconded by Mr. Clemente, and the plan was unanimously approved.

**Finance and Audit Committee Report**

Mr. Lumsden reported that the Finance and Audit Committee met on October 23. The committee members received an overview of VEDP's Incentives Division, and updates on JLARC recommendations and JLARC-identified clawback situations.

The committee also discussed an idea that was presented by VEDP staff on a potential change to the code to move to a payroll-based performance standard for incentives.

Mr. Lumsden shared that, to date, VEDP's financial performance for FY18 is favorable. Mr. Lumsden noted that VEDP's actual expenses have been in line with budgeted expenses.

The next meeting of the Finance and Audit Committee will be on November 16, 2017, time TBD.

**Adjournment and Next Meeting**

The next Board meeting is scheduled for November 17, 2017 and will be held at VEDP in Richmond. More details will follow.

There being no further business, Chairman Mastracco adjourned the meeting at 12:04 p.m.

Respectfully submitted,



Stephen Moret  
Secretary