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POQUOSON ECONOMIC DEVELOPMENT AUTHORITY
Board of Directors Special Meeting
March 25, 2013, 8:30 a.m.
Poquoson City Hall-Council Conference Room

PRESENT: Manfred C. Freeman, Jr., Chairman
Henry L. Freeman, Vice Chairman
P. Craig Moore, Treasurer/Director
Alan E. Meetze, Director
Angela Ward-Costello, Director
Donald F. Booth, Jr., Director
Timothy O. Trant, II, Director

J. Randall Wheeler, City Manager
David Callis, Economic Development (ED) Director
Charity Gavaza, Economic Development (ED) Coordinator
Theresa Owens, City Finance Director
Victoria H. Diggs, Secretary

ABSENT: D. Wayne Moore, City Attorney

Chairman Freeman called the meeting to order at approximately 8:30 a.m. in the Council Conference Room located at 500 City Hall Avenue.

UNFINISHED BUSINESS

1. Discussion of the Authority's Line of Credit Extension Agreement with PNC Bank

Chairman Freeman stated that the sole purpose for calling the special meeting was to clarify the Authority's decision relative to the proposed PNC Bank Line of Credit extension agreement.

The City Manager, J. Randall Wheeler, stated that there were five significant items included in the terms of the latest PNC Line of Credit extension agreement that were of concern to the City. He pointed out the specific items of concern as follows: the nine (9) month extension was changed to two (2) months; the interest floor had not been eliminated; a blank fee had been included in the agreement; and the indemnification and judgment clauses had been added, which were previously removed from the last agreement at the request of the City Attorney. As a result

of these five changes in the proposed agreement, which was approved by the EDA at its March 5, 2013 meeting, it was unclear whether this vote was still valid since the document had been revised. In conclusion, the City Manager stated that should the Authority choose to execute the latest agreement offered by PNC Bank, \$0 should be written in the fee blanks otherwise it is equivalent to signing a blank check.

Director Ward-Costello moved, seconded by Vice Chairman Freeman, to authorize Chairman Freeman to execute the 60-day Line of Credit extension agreement with no floor, no indemnity or judgment clauses and no fee with PNC Bank in order that the City may obtain a General Obligation bond, at which time the expiration date will be extended until December 31, 2013. Director/Treasurer Moore stated that as an employee of PNC Bank he would abstain from voting on this matter. Recorded vote on the motion:

YES: Directors Ward-Costello, Trant, Booth, H. Freeman, Meetze and Chairman Freeman.

NO: None.

ABSTAIN: Director/Treasurer Moore.

ADJOURNMENT

The meeting was adjourned at approximately 8:45 a.m.


Chairman


Secretary