



**REGION 9 COUNCIL MEETING
OCTOBER 20, 2023
9:30 am to 11:30 am
IN-PERSON MEETING**

THE CENTER AT BELVEDERE, Classroom A, 540 Belvedere Blvd., Charlottesville, VA

Virtual attendance details are within this agenda.

For virtual connection questions, call 434-979-5610 ext. 106.

<https://us06web.zoom.us/j/86408416584>

AGENDA

- | | |
|---|----------------------------------|
| 1. Welcome | Ethan Dunstan, Chair |
| 2. Roll Call | Shannon Holland, Director |
| 3. Public Comment | Ethan Dunstan |
| 4. Approve Council Business – Action Item | Ethan Dunstan |
| <ul style="list-style-type: none">• Meeting Minutes, June 29, 2023• Treasurer’s Report – Financials• Memo: Request for Approval of Contracts for Signature:<ul style="list-style-type: none">• FY 2024 Capacity Building Contract• Trademark Licensing Agreement• Dashboard• Director Report | |
| 5. Updates from Committees, Task Forces, etc. | Ethan Dunstan |
| <ul style="list-style-type: none">• Executive Committee• Nominating Committee• Statewide Grants• Chair Update• Other | |
| 6. 2023 Growth & Diversification Plan Update – ACTION ITEM | Ethan Dunstan |
| 7. Project Review – ACTION ITEM | Ethan Dunstan |
| <ul style="list-style-type: none">• Cluster Scale Up – Planning Grant | |
| 8. Revised Bylaws– Introduction to Council | Brian Cole |

9. Project Update

- Venture Central
- Rural Entrepreneurship
- REI Planning Grant

Stephen Davis,
President
Community Investment Collaborative/
Rahul Keshap
Executive Director, Venture Central

10. Comprehensive Economic Development Strategy (CEDS)

Patrick Mauney/
Christine Jacobs

11. Project Pipeline

Ethan Dunstan

12. Other Business

Ethan Dunstan

13. Adjourn

Ethan Dunstan

Upcoming Dates

Region 9 Project Application Deadline – December 20, 2023
GO Virginia Board Meetings – December 12, 2023
Region 9 Council Meeting – January 26, 2024

Topic: GO Virginia Region 9 Council Meeting
Time: Oct 20, 2023 09:30 AM Eastern Time (US and Canada)

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GO VIRGINIA REGION 9 COUNCIL MEETING

AUGUST 8, 2023

9:30 am to 11:30 am

ALL-VIRTUAL

Virtual attendance details were provided in the agenda.

MINUTES

Attending (all virtual): Ethan Dunstan, UVA Community Credit Union (Chair); Francoise Seillier-Moiseiwitsch, Revalation Vineyards (Treasurer/Secretary); Kenny Allison, The Coleman Group; Rob Archer, Codebase Coworking; Roque Castro, Elysium LD Technology, Inc.; Tom Click, Patriot Industries; Brian Cole, LexisNexis Reed Tech; Christian Goodwin, Louisa County; Ray Knott, Atlantic Union Bank; Patrick Mauney, Rappahannock-Rapidan Regional Commission; Tony O'Brien, Fluvanna County; Brandon Payne, Ruckersville Self Storage; Paige Read, Town of Culpeper; Andy Wade, Louisa County; Jonathon Weakley, Madison County; Tina Weaver, Papa Weaver's Pork, Inc.

Absent: Kim Blosser, Laurel Ridge Community College; Jim Cheng, CAV Angels; Gizelle Curtis, Dominion Energy; Christine Jacobs, Thomas Jefferson Planning District Commission; Pace Lochte, UVA Economic Development; Jean Runyon, Piedmont Virginia Community College

Staff: Helen Cauthen, Shannon Holland, Christie Taylor

Guests:

Kristen Costello, Dewberry; Rose Deal, Orange County; Joseph Dennie, DHCD; Sara Dunnigan, DHCD; Wilson Flohr, Region 4; Marc Gribben, JLARC; Hannah Garfinkel, JLARC; Rachael Hobbs, UVA Economic Development; Craig Honick, Good People Research; Bryan Rothamel, Culpeper County; Candance Spence, CVPED; Sam Spencer

1. Welcome

Ethan Dunstan called the meeting to order at 9:30 a.m.

Ethan Dunstan welcomed attendees to the Region 9 Council's first All-Virtual Meeting under the new policy allowing two virtual meetings per year and encouraged active participation. New Council Members were welcomed and introduced themselves: Roque Castro, Brandon Payne, and Tina Weaver.

2. Roll Call

A roll call was performed. A quorum was established, as noted above.

3. Public Comment

Opportunities for public comment were made available for the meeting, however, no comments were received.

4. Approve Council Business – Action Item

Ethan Dunstan noted that the four business items listed on the agenda had been grouped together with the intention that the Council would discuss and act with one vote unless a motion was made to remove any item from the discussion. No such motion was made.

a. Meeting Minutes, June 29, 2023

There was no discussion about the minutes.

b. Treasurer's Report – Financials

Francoise Seillier-Moiseiwitsch gave the financial report, beginning with the Statement of Financial Position. Through May 31 there was \$246.30 in the GO Virginia checking account and \$159,663.19 in Accounts Receivable which is in-line with previous reports. The final closeout for the FY 2022 Capacity Building funds was also discussed. The FY 2022 funds only covered part of the May expenses so once the FY 2023 Capacity Building budget is opened it will be used to pay the remainder of May expenses. Budgets for each active project were presented. Staff reported that a reimbursement of about \$247,000 was completed in July for the Accelerating Sites project and many projects submitted reimbursement requests with their July quarterly reports that are not reflected yet in these numbers.

c. Dashboard

Ethan Dunstan referred to the Dashboard document. As of July 1, the Council has an additional \$1 million dollars in Per Capita Funds for FY 2024. Along with remaining funds from FY 2023, there is just under \$1.4 million to be awarded this year.

d. Director Report

Referring to the Director Report, Shannon Holland highlighted that Venture Central is expected to request a further contract extension and budget revision. She added that staff has been working with their new Executive Director, Rahul Keshap, on a regular basis and feel that there is a path forward for using the funds in the scope of the grant while maximizing the federal grant that Venture Central has obtained with GO Virginia as a partial match.

Kenny Allison made a motion to approve Council Business. Ray Knott seconded the motion. A roll call vote was completed. The motion carried. Tina Weaver abstained.

5. Updates from Committees, Task Forces, etc.

a. Executive Committee – There were no updates.

b. Nominating Committee

Patrick Mauney reported that Jim Crozier retired effective July 5, so per the bylaws the RRRC will identify a member to replace and complete his term. The Commission meets on August 23rd and is anticipating a nomination from that.

c. Statewide Grants

Shannon Holland reported that she will be attending the VABioConnect grant advisory board meeting later this month. She also shared a Region 7 project that might present opportunity in Region 9. The Virginia Alliance for Semiconductor Technology (VAST) project, led by Virginia Tech

in partnership with five other institutions including UVA will address workforce, training, internships, and certifications in the semiconductor or nanotechnology sector in Virginia.

d. Chair

Ethan Dunstan reminded Council members to complete their Conflict of Interest (COIA) training per the email Shannon Holland had sent by September 1. He reminded the Council that members must complete this training every two years to stay in compliance.

Ethan Dunstan shared that CvilleBioHub reached out to the Council for a Letter of Support for a federal grant for a project called CvilleBioLAUNCH. It is a multi-year federal grant opportunity to support an incubator/accelerator. Since the project is in line with the Growth Plan, a letter was provided. CVPED and VEDP also provided letters.

e. Other Business

There was no other business.

6. Bylaws Review Update

Brian Cole reported that Council is waiting to hear from David Pettit with the draft version of the revised bylaws. This will remain an agenda item until they are ready for review.

7. INNOVATIVE Framework Presentation

Jason El Koubi, CEO of Virginia Economic Development Partnership, gave a presentation on VEDP's new Innovative Framework.

- Following the presentation, Roque Castro asked about access to capital. Jason El Koubi answered that early-stage access is included in the innovation focus. For larger companies, there is not currently a structure to be an investor. As sector depth improves, investment opportunities may get more sophisticated. Things like EV are massive capital investments and to win those the package needs to be aggressive.
- Sara Dunnigan commented that creating a resource-rich ecosystem is important and she is excited to see state government organizing its support in a similar way.

8. GO Virginia Program – Match Update

Joseph Dennie, GO Virginia Program Administrator for Department of Housing and Community Development (DHCD) presented the update on the new GO Virginia Match Guidelines.

9. 2023 Growth Plan Update – Presentation/Discussion

Shannon Holland gave an update on the work accomplished for this next Growth Plan Update. She solicited input on validating the target sectors and reviewing future grant opportunities. Discussion highlights included:

- Patrick Mauney commented that any incremental change, such as adding Ag Tech to Food & Beverage, is a good move to enable Council to make decisions needed down the road.
- Francoise Seillier-Moiseiwitsch asked if Food & Beverage Manufacturing cluster would include packaging. Shannon Holland answered that food processing is likely included in the category and will confirm by looking at the NAICS codes.

- Sarah Dunnigan commented that the cluster-based approach is helpful for addressing emerging industries like Controlled Environment Agriculture (CEA), drones, and Ag Tech.
- Ray Knott added that Controlled Environment Agriculture (CEA) has significant potential in our region.
- Kenny Allison asked if staff are connected to the Minority and Veteran Farmers organization. Francoise Seillier-Moiseiwitsch mentioned Eugene Triplett as a contact along with the Vineyards Association and the Winery Association.

10. Comprehensive Economic Development Strategy (CEDs)

Patrick Mauney thanked Council members who were able to participate in the June meeting. This week they are in Thomas Jefferson Planning District Commission (TJPDc) region having meetings. Surveys will be sent to Council members and participation is appreciated. Council should anticipate a meeting later this year to go over the super-regional strategy.

11. Project Pipeline

Shannon Holland reported there are three planning grants in the conversation stages. Two are for sites and one is for a cluster scale-up plan. There are currently no commitments to the September 20 deadline. She asked for Council Members to let her know if there is a potential applicant she should be talking with.

12. Other Business

There was no other business.

13. Adjourn

Kenny Allison made a motion to adjourn. Francoise Seillier-Moiseiwitsch seconded the motion. The motion carried.

The meeting adjourned at 11:08 AM.

GO Virginia
Statement of Financial Position
As of August 31, 2023

	August 31, 2023
ASSETS	
Current Assets	
Checking/Savings	
11200 · GO VA Operating Account - Union	18,026.65
Total Checking/Savings	18,026.65
Accounts Receivable	
11000 · Accounts Receivable	108,200.27
Total Accounts Receivable	108,200.27
Other Current Assets	
11100 · Accrued Receivable	7,764.25
12000 · Undeposited Funds	-
Total Other Current Assets	7,764.25
Total Current Assets	133,991.17
TOTAL ASSETS	133,991.17
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
20002 · Accounts Payable	726.59
20004 · Due to CVPED	134,765.35
Total Accounts Payable	135,491.94
Other Current Liabilities	
25060 · Accrued Expenses - Other	7,764.25
25500 · Unearned Rev - Advanced Funds	167.51
Total Other Current Liabilities	7,931.76
Total Current Liabilities	143,423.70
Total Liabilities	143,423.70
Equity	
32000 · Unrestricted Net Assets	-9,432.53
Net Income	-
Total Equity	-9,432.53
TOTAL LIABILITIES & EQUITY	133,991.17

GO Virginia
Capacity Building - Statement of Income and Expense (Summary)
TOTAL FY2023 SPENDING: June 2023 through Aug 2023

	Capacity Building			
	June '23 - Aug '23	Budget	% of Budget	Remaining
Income				
41520 · State Grants	56,553.15	250,000.00	22.62%	193,446.85
Total Income	56,553.15	250,000.00	22.62%	193,446.85
Gross Profit	56,553.15	250,000.00	22.62%	193,446.85
Expense				
01250 · General Administration	8,348.91	20,800.00	40.14%	12,451.09
54400 · Project Support expenses				
54426 · Audit	0.00	5,000.00	0.0%	5,000.00
54430 · Contract Services	3,620.64	8,000.00	45.26%	4,379.36
54449 · Meetings and Facilitation	175.00	2,530.00	6.92%	2,355.00
54450 · Supplies	192.89	1,250.00	15.43%	1,057.11
54451 · Travel	958.14	2,000.00	47.91%	1,041.86
54452 · Rent/Lease	2,510.96	10,000.00	25.11%	7,489.04
54453 · Salaries	40,205.27	192,820.00	20.85%	152,614.73
54457 · Marketing/Advertising/Promotion	541.34	2,600.00	20.82%	2,058.66
54462 · Legal Expenses	0.00	0.00	0.0%	0.00
54464 · Taxes & Insurance	0.00	0.00	0.0%	0.00
Total 54400 · Project Support expenses	48,204.24	224,200.00	21.5%	175,995.76
54500 · Planning expenses				
54501 · Contract Services	0.00	0.00	0.0%	0.00
54502 · Technical Assitance	0.00	5,000.00	0.0%	5,000.00
54503 · Growth and Diversification Plan Development	0.00	0.00	0.0%	0.00
54504 · Planning Grant	0.00	0.00	0.0%	0.00
Total 54400 · Planning expenses	0.00	5,000.00	0.0%	5,000.00
Total Expense	56,553.15	250,000.00	22.62%	193,446.85
Net Income	0.00	0.00	0.0%	0.00

**GO Virginia Projects - Statement of Income and Expense
From Beginning of All Projects through August 31, 2023**

	Accelerating Sites			Venture Central		
	(Projects)			(Projects)		
	Feb '22 - Aug '23	Budget	% of Budget	Mar '21 - Aug '23	Budget	% of Budget
Income						
41520 · State Grants	561,001.37	786,333.00	71.34%	183,232.09	300,000.00	61.08%
Total Income	561,001.37	786,333.00	71.34%	183,232.09	300,000.00	61.08%
Gross Profit	561,001.37	786,333.00	71.34%	183,232.09	300,000.00	61.08%
Expense						
01250 · General Administration	9,918.37	10,000.00	99.18%	22,222.00	22,222.00	100.0%
54000 · Program expenses						
51280 · Planning Grant Activites	0.00	0.00		0.00		
54400 · Project related expenses						
54424 · Administration						
54425 · Architectural and Engineering	551,083.00	776,333.00	70.99%			
54430 · Contract Services				125,420.00	203,778.00	61.55%
54440 · Equipment				0.00	6,000.00	0.0%
54442 · Training						
54447 · Other - Programming				34,711.87	36,000.00	96.42%
54448 · Other - Workspace						
54449 · Meetings and Facilitation						
54450 · Supplies						
54451 · Travel				878.22	5,000.00	17.56%
54452 · Rent/Lease				0.00	12,000.00	0.0%
54453 · Salaries						
54454 · Other - Website						
54455 · Fringe Benefits				0.00	5,000.00	0.0%
54456 · Machinery/Tools						
54457 · Marketing/Advertising/Promotion						
54458 · Planning Assessment						
54462 · Legal Expenses				0.00	10,000.00	0.0%
54463 · Other - Outreach and Promotion						
54465 · Other - Collaboration						
54466 · Other - Management & General						
54467 · Fiscal/Account Mgmt Services						
54468 · Indirect Costs						
54469 · Studies						
Total 54400 · Project related expenses	551,083.00	776,333.00	70.99%	161,010.09	277,778.00	57.96%
Total 54000 · Program expenses	551,083.00	776,333.00	70.99%	161,010.09	277,778.00	57.96%
Total Expense	561,001.37	786,333.00	71.34%	183,232.09	300,000.00	61.08%
Net Income	0.00	0.00	0.0%	0.00	0.00	0.0%

**GO Virginia Projects - Statement of Income and Expense
From Beginning of All Projects through August 31, 2023**

	Carver Food			Tech Academies		
	(Projects)			(Projects)		
	Nov '22 - Aug '23	Budget	% of Budget	Jul '22 - Aug '23	Budget	% of Budget
Income						
41520 · State Grants	4,224.77	199,727.00	2.12%	47,191.64	402,075.00	11.74%
Total Income	<u>4,224.77</u>	<u>199,727.00</u>	<u>2.12%</u>	<u>47,191.64</u>	<u>402,075.00</u>	<u>11.74%</u>
Gross Profit	4,224.77	199,727.00	2.12%	47,191.64	402,075.00	11.74%
Expense						
01250 · General Administration	4,224.77	14,795.00	28.56%	5,330.24	29,783.00	17.9%
54000 · Program expenses						
51280 · Planning Grant Activites	0.00			0.00	0.00	0.0%
54400 · Project related expenses						
54424 · Administration						
54425 · Architectural and Engineering						
54430 · Contract Services						
54440 · Equipment	0.00	184,932.00	0.0%	41,861.40	329,360.00	12.71%
54442 · Training						
54447 · Other - Programming						
54448 · Other - Workspace						
54449 · Meetings and Facilitation						
54450 · Supplies						
54451 · Travel						
54452 · Rent/Lease						
54453 · Salaries				0.00	42,932.00	0.0%
54454 · Other - Website						
54455 · Fringe Benefits						
54456 · Machinery/Tools						
54457 · Marketing/Advertising/Promotion						
54458 · Planning Assessment						
54462 · Legal Expenses						
54463 · Other - Outreach and Promotion						
54465 · Other - Collaboration						
54466 · Other - Management & General						
54467 · Fiscal/Account Mgmt Services						
54468 · Indirect Costs						
54469 · Studies						
Total 54400 · Project related expenses	<u>0.00</u>	<u>184,932.00</u>	<u>0.0%</u>	<u>41,861.40</u>	<u>372,292.00</u>	<u>11.24%</u>
Total 54000 · Program expenses	<u>0.00</u>	<u>184,932.00</u>	<u>0.0%</u>	<u>41,861.40</u>	<u>372,292.00</u>	<u>11.24%</u>
Total Expense	<u>4,224.77</u>	<u>199,727.00</u>	<u>2.12%</u>	<u>47,191.64</u>	<u>402,075.00</u>	<u>11.74%</u>
Net Income	<u><u>0.00</u></u>	<u><u>0.00</u></u>	<u><u>0.0%</u></u>	<u><u>0.00</u></u>	<u><u>0.00</u></u>	<u><u>0.0%</u></u>

**GO Virginia Projects - Statement of Income and Expense
From Beginning of All Projects through August 31, 2023**

	BEACON's Kitchen			Talent Supply Connector		
	(Projects)			(Projects)		
	Oct '22 - Aug '23	Budget	% of Budget	Sep '22 - Aug '23	Budget	% of Budget
Income						
41520 · State Grants	4,546.32	189,000.00	2.41%	89,757.86	391,528.00	22.93%
Total Income	4,546.32	189,000.00	2.41%	89,757.86	391,528.00	22.93%
Gross Profit	4,546.32	189,000.00	2.41%	89,757.86	391,528.00	22.93%
Expense						
01250 · General Administration	4,546.32	14,000.00	32.47%	10,359.06	23,616.00	43.87%
54000 · Program expenses						
51280 · Plannning Grant Activites	0.00					
54400 · Project related expenses						
54424 · Administration						
54425 · Architectural and Engineering						
54430 · Contract Services	0.00	48,000.00	0.0%	749.50	45,000.00	1.67%
54440 · Equipment	0.00	75,000.00	0.0%			
54442 · Training						
54447 · Other - Programming						
54448 · Other - Workspace						
54449 · Meetings and Facilitation						
54450 · Supplies						
54451 · Travel	0.00	2,000.00	0.0%			
54452 · Rent/Lease				2,938.18	10,000.00	29.38%
54453 · Salaries	0.00	35,000.00	0.0%	56,349.58	240,000.00	23.48%
54454 · Other - Website						
54455 · Fringe Benefits	0.00	15,000.00	0.0%	12,246.88	55,200.00	22.19%
54456 · Machinery/Tools						
54457 · Marketing/Advertising/Promotion						
54458 · Planning Assessment						
54462 · Legal Expenses						
54463 · Other - Outreach and Promotion						
54465 · Other - Collaboration						
54466 · Other - Management & General				7,114.66	17,712.00	40.17%
54467 · Fiscal/Account Mgmt Services						
54468 · Indirect Costs						
54469 · Studies						
Total 54400 · Project related expenses	0.00	175,000.00	0.0%	79,398.80	367,912.00	21.58%
Total 54000 · Program expenses	0.00	175,000.00	0.0%	79,398.80	367,912.00	21.58%
Total Expense	4,546.32	189,000.00	2.41%	89,757.86	391,528.00	22.93%
Net Income	0.00	0.00	0.0%	0.00	0.00	0.0%

**GO Virginia Projects - Statement of Income and Expense
From Beginning of All Projects through August 31, 2023**

	Tech Talent Retention			Cville Bio Lab		
	(Projects)			(Projects)		
	Sep '22 - Aug '23	Budget	% of Budget	May '23 - Aug '23	Budget	% of Budget
Income						
41520 · State Grants	133,277.23	307,800.00	43.3%	1,289.60	100,000.00	1.29%
Total Income	133,277.23	307,800.00	43.3%	1,289.60	100,000.00	1.29%
Gross Profit	133,277.23	307,800.00	43.3%	1,289.60	100,000.00	1.29%
Expense						
01250 · General Administration	10,711.89	22,800.00	46.98%	1,289.60	7,360.00	17.52%
54000 · Program expenses						
51280 · Planning Grant Activites						
54400 · Project related expenses						
54424 · Administration						
54425 · Architectural and Engineering						
54430 · Contract Services	3,851.67	20,000.00	19.26%		23,640.00	0.0%
54440 · Equipment						
54442 · Training						
54447 · Other - Programming						
54448 · Other - Workspace						
54449 · Meetings and Facilitation						
54450 · Supplies						
54451 · Travel	1,361.69	3,200.00	42.55%			0.0%
54452 · Rent/Lease	4,938.00	10,000.00	49.38%		9,000.00	0.0%
54453 · Salaries	63,784.81	144,300.00	44.2%		17,000.00	0.0%
54454 · Other - Website					10,000.00	
54455 · Fringe Benefits	17,483.65	31,500.00	55.5%			0.0%
54456 · Machinery/Tools						
54457 · Marketing/Advertising/Promotion						
54458 · Planning Assessment						
54462 · Legal Expenses					10,000.00	
54463 · Other - Outreach and Promotion	17,776.42	33,500.00	53.06%			0.0%
54465 · Other - Collaboration	3,300.00	27,500.00	12.0%			0.0%
54466 · Other - Management & General	10,069.10	15,000.00	67.13%			0.0%
54467 · Fiscal/Account Mgmt Services					5,000.00	
54468 · Indirect Costs					9,000.00	
54469 · Studies					9,000.00	
Total 54400 · Project related expenses	122,565.34	285,000.00	43.01%	0.00	92,640.00	0.0%
Total 54000 · Program expenses	122,565.34	285,000.00	43.01%	0.00	92,640.00	0.0%
Total Expense	133,277.23	307,800.00	43.3%	1,289.60	100,000.00	1.29%
Net Income	0.00	0.00	0.0%	0.00	0.00	0.0%

**GO Virginia Projects - Statement of Income and Expense
From Beginning of All Projects through August 31, 2023**

**Regional Entrepreneurship Initiative
(Projects)**

**Rural Entrepreneur Ecosystem
(Projects)**

	<u>Jun '23 - Aug '23</u>	<u>Budget</u>	<u>% of Budget</u>	<u>May '23 - Aug '23</u>	<u>Budget</u>	<u>% of Budget</u>
Income						
41520 · State Grants	3,538.85	300,000.00	1.18%	2,547.23	200,000.00	1.27%
Total Income	<u>3,538.85</u>	<u>300,000.00</u>	<u>1.18%</u>	<u>2,547.23</u>	<u>200,000.00</u>	<u>1.27%</u>
Gross Profit	3,538.85	300,000.00	1.18%	2,547.23	200,000.00	1.27%
Expense						
01250 · General Administration	3,538.85	22,080.00	16.03%	1,820.64	14,720.00	12.37%
54000 · Program expenses						
51280 · Planning Grant Activites						
54400 · Project related expenses						
54424 · Administration		13,800.00				
54425 · Architectural and Engineering						
54430 · Contract Services		100,000.00	0.0%		65,591.00	0.0%
54440 · Equipment						
54442 · Training						
54447 · Other - Programming						
54448 · Other - Workspace						
54449 · Meetings and Facilitation						
54450 · Supplies						
54451 · Travel		10,120.00	0.0%	244.51	11,960.00	2.04%
54452 · Rent/Lease			0.0%			0.0%
54453 · Salaries		144,000.00	0.0%		75,479.00	0.0%
54454 · Other - Website						
54455 · Fringe Benefits			0.0%	482.08	32,250.00	1.5%
54456 · Machinery/Tools						
54457 · Marketing/Advertising/Promotion						
54458 · Planning Assessment						
54462 · Legal Expenses						
54463 · Other - Outreach and Promotion		10,000.00	0.0%			0.0%
54465 · Other - Collaboration			0.0%			0.0%
54466 · Other - Management & General			0.0%			0.0%
54467 · Fiscal/Account Mgmt Services						
54468 · Indirect Costs						
54469 · Studies						
Total 54400 · Project related expenses	<u>0.00</u>	<u>277,920.00</u>	<u>0.0%</u>	<u>726.59</u>	<u>185,280.00</u>	<u>0.39%</u>
Total 54000 · Program expenses	<u>0.00</u>	<u>277,920.00</u>	<u>0.0%</u>	<u>726.59</u>	<u>185,280.00</u>	<u>0.39%</u>
Total Expense	<u>3,538.85</u>	<u>300,000.00</u>	<u>1.18%</u>	<u>2,547.23</u>	<u>200,000.00</u>	<u>1.27%</u>
Net Income	<u><u>0.00</u></u>	<u><u>0.00</u></u>	<u><u>0.0%</u></u>	<u><u>0.00</u></u>	<u><u>0.00</u></u>	<u><u>0.0%</u></u>

**GO Virginia Projects - Statement of Income and Expense
From Beginning of All Projects through August 31, 2023**

	Total Projects		
	Sept '21 - Aug '23	Budget	% of Budget
Income			
41520 · State Grants	1,178,240.18	3,325,152.00	35.43%
Total Income	<u>1,178,240.18</u>	<u>3,325,152.00</u>	<u>35.43%</u>
Gross Profit	1,178,240.18	3,325,152.00	35.43%
Expense			
01250 · General Administration	84,975.66	192,390.00	44.17%
54000 · Program expenses			
51280 · Planning Grant Activites	0.00	0.00	0.0%
54400 · Project related expenses			
54424 · Administration	0.00	13,800.00	0.0%
54425 · Architectural and Engineering	551,083.00	776,333.00	70.99%
54430 · Contract Services	132,677.76	508,665.59	26.08%
54440 · Equipment	47,243.83	601,489.99	7.85%
54442 · Training	0.00	0.00	0.0%
54447 · Other - Programming	34,711.87	36,000.00	96.42%
54448 · Other - Workspace	0.00	0.00	0.0%
54449 · Meetings and Facilitation	0.00	0.00	0.0%
54450 · Supplies	0.00	0.00	0.0%
54451 · Travel	7,648.95	37,684.68	20.3%
54452 · Rent/Lease	7,876.18	41,000.00	19.21%
54453 · Salaries	215,263.02	793,839.64	27.12%
54454 · Other - Website	0.00	10,000.00	0.0%
54455 · Fringe Benefits	58,499.73	167,237.10	34.98%
54456 · Machinery/Tools	0.00	0.00	0.0%
54457 · Marketing/Advertising/Promotion	0.00	0.00	0.0%
54458 · Planning Assessment	0.00	0.00	0.0%
54462 · Legal Expenses	0.00	20,000.00	0.0%
54463 · Other - Outreach and Promotion	17,776.42	43,500.00	40.87%
54465 · Other - Collaboration	3,300.00	27,500.00	12.0%
54466 · Other - Management & General	17,183.76	32,712.00	52.53%
54467 · Fiscal/Account Mgmt Services	0.00	5,000.00	0.0%
54468 · Indirect Costs	0.00	9,000.00	0.0%
54469 · Studies	0.00	9,000.00	0.0%
Total 54400 · Project related expenses	<u>1,093,264.52</u>	<u>3,132,762.00</u>	<u>34.9%</u>
Total 54000 · Program expenses	<u>1,093,264.52</u>	<u>3,132,762.00</u>	<u>34.9%</u>
Total Expense	<u>1,178,240.18</u>	<u>3,325,152.00</u>	<u>35.43%</u>
Net Income	<u><u>0.00</u></u>	<u><u>0.00</u></u>	<u><u>0.0%</u></u>

MEMORANDUM

Date: October 20, 2023

To: GO Virginia Region 9 Council

From: Shannon Holland, Director, GO Virginia Region 9

Re: Request Council Approval of Contracts for Signature – FY 2024 Capacity Building Contract; and,
Trademark License Agreement

This is a request for the Council's approval to advance the following contracts for signatures.

FY 2024 Capacity Building Contract

This contract is signed annually to release Capacity Building funds to the Central Virginia Partnership as the Support Organization for GO Virginia Region 9. DHCD has added the language highlighted in yellow. All other language remains the same as last year's contract. The new language is already included in the active project contracts and DHCD wants to ensure consistency in contract language.

Trademark License Agreement

This contract should be in place for the use of the GO Virginia logo. Since the logo is technically owned by the GO Virginia Foundation it should be licensed. This request comes from Chris Lloyd, Senior Vice President and Director, Infrastructure & Economic Development, McGuireWoods Consulting LLC. He has indicated that they are not putting onerous restrictions on the logo's use and they are also granting retroactive authorization for prior use.

**COMMONWEALTH OF VIRGINIA
CAPACITY BUILDING CONTRACT
NUMBER 10RC9-24**

July 1, 2023 to June 30, 2024

THIS AGREEMENT by and between the COMMONWEALTH OF VIRGINIA, DEPARTMENT OF HOUSING AND COMMUNITY DEVELOPMENT (herein called the "Department"), Regional 9 Council (herein called "Regional Council") and the CENTRAL VIRGINIA PARTNERSHIP FOR ECONOMIC DEVELOPMENT (herein called the "Support Organization"), WITNESSETH THAT:

WHEREAS, the Support Organization has been selected by The Regional Council pursuant to the Virginia Growth and Opportunity Act for the purpose of promoting collaborative planning, economic development, or workforce activities within the region through data analysis, review of best practices, review and analysis of project proposals, and other duties as determined by the Regional Council; and

WHEREAS, the Support Organization desires to secure financial support from the Department on behalf of the Regional Council under the terms of the Virginia Growth and Opportunity Act; and

WHEREAS, the Support Organization has entered into a Memorandum of Understanding (MOU) with The Regional Council outlining their role to act as the fiduciary for the Regional Council; and

WHEREAS, the Department is empowered to provide state financial support to the Support Organization on behalf of the Regional Council to help them achieve the aforementioned objectives;

NOW, THEREFORE, the parties hereto mutually agree as follows:

COMPENSATION

1. Based upon the Virginia Growth and Opportunity Act and the Appropriation Act of the Commonwealth of Virginia for the **2022-2024** Biennium, as amended, the Department agrees to pay to the Support Organization for the Regional Council for the fiscal year beginning July 1, 2023, and ending June 30, 2024, two hundred and fifty thousand dollars (\$250,000) in capacity building funds, subject to the approval of the budget submitted by the Regional Council to the GO Virginia Board and provided that the Support Organization shall meet the requirements in the GO Virginia financial manual, financial reporting documents, and those listed below.

METHOD OF PAYMENT

2. The Department shall obligate funds after receipt of the MOU with the Regional Council, and any other entities contracted with. Payments will require financial reports to be submitted on time and with proper documentation.

The Organization agrees to draw cash only as needed for its disbursement on a reimbursable basis.

SCOPE OF SERVICES

3. The Support Organization shall furnish to the Department the following items during the term of this Contract, or as specified below no later than October 31, 2023:
 - a. An MOU, including, at a minimum, the following information:
 1. A description of each entity included in the MOU
 2. The purpose of the MOU
 3. The agreed upon roles and responsibilities each organization will be providing to ensure project success. The roles and responsibilities should align with project goals, objectives and outputs;
 4. Describe the resources each partner would contribute to the project. This can be a time commitment, in-kind contributions, or grant funds
 5. A statement that the MOU is in compliance with the Virginia Growth and Opportunity Act.
 6. The MOU must be signed by all partners. Signatories must be officially authorized to sign on behalf of the entity and include title and entity name.
 - b. A current list of authorized signatories of the Support Organization, including their full name and title.
 - c. An Annual Report describing the activities conducted by the Regional Council during the preceding fiscal year, describing how they met the provision of the Growth and Opportunity Act. This report should be submitted through DHCD's Centralized Application and Management System (CAMS) under the Reports and Communication tab.

FINANCIAL REQUIREMENTS

4. The Support Organization must adhere to the GO Virginia Financial Manual and any updates that may occur. Updated manuals will be sent to recipients within five business days.
5. Recording and Documentation of Receipts and Expenditures
 - a. Funds awarded are to be expended only for the purposes and activities covered by the Regional Council's approved project plan and budget. The Support Organization is required to have accounting procedures that provide for accurate and timely recording of receipt of funds by source of expenditures made from such funds and unexpended balances. These records must contain information pertaining to this award, obligations, unobligated balances, assets, liabilities, receipts and expenditures. Controls must be established which are adequate to

ensure that expenditures charged to this award are for allowable purposes. Accounting records must be supported by such source documentation as bank statements, cancelled checks, invoices, paid bills, payrolls, etc.

COMMUNICATIONS

6. Upon request of the Department, the Support Organization will promptly, and in all cases within 30 days, provide any information and/or documentation related to the Organization’s use of GO Virginia funds.
7. The Regional Council agrees to recognize GO Virginia's support for its programs in all communications with the media and its marketing publications. The following statement is suggested: *“This project was funded in part by GO Virginia, a state-funded initiative administered by the Virginia Department of Housing and Community Development (DHCD) that strengthens and diversifies Virginia's economy and fosters the creation of higher wage jobs in strategic industries.”*

AUDIT REQUIREMENTS

8. The Organization shall submit an annual audit report to the Department. Financial statements to be audited shall include a Balance Sheet, Income Statement, Statement of Cash Flows, Budget to Actual Statement, and the Schedule of Expenditures of Federal Awards (SEFA) as applicable. Financial statements shall be in conformance with generally accepted accounting principles (GAAP) and audits are to be conducted by an Independent Certified Public Accountant (CPA).

The Schedule of Expenditures of Federal Awards (SEFA) is a financial statement schedule prepared by management that lists an organization’s expenditures of federal assistance for the fiscal year by federal agency, grant number and amount. It is a supplemental schedule that an organization is required to prepare when it is subject to the Single Audit requirement. The Single Audit requirement is triggered when the federal expenditures, including any outstanding loan balances, reported on the SEFA exceed \$750,000 or more over the organization’s fiscal year.

Per the DHCD Audit Policy, the Organization is required to submit financial statements to DHCD. Required statements are as followed: Financial Statement(s)**, Reviewed Financial Statement(s) prepared by an Independent Certified Public Accountant (CPA), Financial Statement(s) that have been audited by an Independent CPA or an audit required by the Code of Federal Regulations (CFR), (2 CFR 200 Subpart F), audited by an independent CPA. The table below outlines the minimum requirements.

Threshold Requirement	Document
Total annual expenditures > \$100,000 (Regardless of source)	Financial Statement(s) prepared by organization**
Total annual expenditures between \$100,001 and \$299,000 (Regardless of source)	Reviewed Financial Statement(s) prepared by an Independent Certified Public Accountant (CPA)
Total annual expenditures > \$300,000 (Regardless of source)	Financial Statement(s) that have been audited by an Independent CPA

Federal expenditures \geq \$750,000

2 CFR 200 Subpart F Audit that has been audited
by an Independent CPA

**Does not require preparation by a CPA

Entities shall file the required financial document annually in the Centralized Application and Management System (CAMS) within nine (9) months after the end of their fiscal year or 30 days after it has been accepted (Reviewed Financial Statement, Audited Financial Statement, and 2 CFR 200 Subpart F Audit only), whichever comes first.

The complete DHCD Audit Policy, including an explanation of the specific document requirements, can be found online at:

<https://www.dhcd.virginia.gov/sites/default/files/Docx/audit-policy/dhcd-financial-statement-audit-policy-2019.pdf>

COMMONWEALTH OF VIRGINIA
Department of Housing and
Community Development

By: _____
Bryan Horn, Director

Date: _____

THE REGIONAL COUNCIL

By: _____
Ethan A. Dunstan, Chair

Date: _____

SUPPORT ORGANIZATION

By: _____
Helen Cauthen, Chief Executive
Officer/President

Date: _____

Trademark License Agreement

This Trademark License Agreement (this “Agreement”) is made effective as of the last date on the signature page hereof (the “Effective Date”), by and between Virginia Growth and Opportunity Foundation, a Virginia nonstock corporation (“Licensor”) with a mailing address at c/o McGuireWoods Consulting, Gateway Plaza, 800 E. Canal Street, Richmond, Virginia 23219; and [Insert Licensee Name], a [Insert State of Formation and Entity Type] (“Licensee”) with its principal offices at [Insert Licensee’s Address].

Whereas Licensee desires to use Licensor’s trademark (as set forth on Schedule A, the “Mark”) for promotion of economic development in the Commonwealth of Virginia.

Now therefore, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

1. Grant. Licensor grants to Licensee a non-exclusive, revocable, royalty-free right and license to use the Mark on its website and in other marketing materials, for the purpose of promoting economic development in the Commonwealth of Virginia. Licensee may grant limited sublicenses (without the right to further sublicense) for the foregoing purpose during the term of this Agreement. Any sublicense shall be terminable upon written notice to sublicensee.

2. Restrictions on Licensee. Licensee may not use the Mark for any purpose other than as set forth in Section 1 without Licensor’s prior written consent. Further, Licensee may not use the Mark for any for-profit commercial purposes or political partisan purposes. The License granted in Section 1 is not assignable. Licensee agrees not to take any action which might impair or affect the validity of the Mark or goodwill of Licensor’s business associated therewith, or in any way diminish the rights of Licensor in and to the Mark. Licensee agrees not to register or use or attempt to register or to use, any trademark, service mark, design, company name, trade name, URL or domain name, which is identical or, in Licensor’s sole opinion, similar to, the Mark (in part or in whole).

3. Ownership. Licensee acknowledges and agrees that as between Licensee and Licensor, Licensor is the sole owner of all rights in the Mark and Licensee’s use of the Mark and the goodwill associated therewith shall inure to the benefit of Licensor.

4. Term and Termination. The Term of this Agreement commences on either the Effective Date or the date on which Licensee first started using the Mark, whichever is earlier, and continues until terminated by either party. Licensee may terminate this Agreement at any time and for any reason immediately upon written notice to Licensor. Licensor may terminate this Agreement for any reason with 30 days’ prior written notice to Licensee. Further, Licensor may terminate this Agreement at any time, upon Licensee’s material breach by providing ten (10) business days’ prior written notice to Licensee. Upon termination Licensee agrees that it will remove the Mark from its website and all advertising materials, and shall make no further use or reproduction of the Mark in any medium.

5. Indemnity. Licensee agrees to indemnify and hold harmless Licensor and its subsidiaries, affiliates, or successors, and its and their respective officers, directors, employees, and agents, against any and all claims, actions, suits, liabilities, demands, expenses (including

reasonable attorneys' fees and disbursements), losses, costs, or damages asserted against or incurred by such parties, arising out of its use of the Mark.

6. Miscellaneous. Nothing in this Agreement shall be deemed to create an agency, partnership, or joint venture between the parties hereto. This Agreement will be binding upon the parties' respective successors and permitted assigns. If any provision of this Agreement is found by competent authority to be invalid, illegal or unenforceable in any respect for any reason, the validity, legality and enforceability of the remainder of this Agreement shall continue in effect to the maximum extent possible. Any provision of this Agreement may be amended or waived if, but only if, such amendment or waiver is in writing and is signed, in the case of an amendment, by each party to this Agreement, or in the case of a waiver, by the party against whom the waiver is to be effective. Notices hereunder shall be sent to the address noted in the introductory paragraph. This Agreement may be signed in any number of counterparts, each of which shall be an original, with the same effect as if the signatures thereto and hereto were upon the same instrument. This Agreement together with Schedule A, constitutes the entire agreement between the parties with respect to the subject matter of this Agreement and supersedes all prior agreements and understandings, both oral and written, between the parties with respect to the subject matter of this Agreement. This Agreement shall be enforced, governed by, and construed in accordance with the laws of the Commonwealth of Virginia, regardless of its choice of law or conflict of law provisions.

IN WITNESS WHEREOF the duly authorized representatives of the parties have executed this Agreement as set forth below.

VIRGINIA GROWTH AND OPPORTUNITY FOUNDATION

By: _____
Name: _____
Title: _____
Date: _____

[INSERT LICENSEE'S NAME]

By: _____
Name: _____
Title: _____
Date: _____

SCHEDULE A

U.S. Reg. No. 4994741



PER CAPITA FUNDING (Regional)

FY July 1- June 30	Per Capita/ECB Allocation	Moved from Capacity Building	Rollover from prior FY	Project Balances Released Back to Per Capita Funds at Project Closeout	Total Available	Total Awarded	Recaptured by General Assembly	Net Available
FY2018	546,302	250,000			796,302	735,987		0
FY2019	1,000,000	99,350	60,315		1,159,665	1,159,550		0
FY2020	1,000,000	11,761	115		1,011,876	947,500		0
FY2021	1,000,000	0	64,376		1,064,376	786,333	(278,043)	0
FY2022	1,000,000	0			1,000,000	999,055		0
FY2023	1,000,000	0	945	295,004	1,295,949	902,075		393,874
FY2024	1,000,000	0	0	0	1,000,000	0		1,000,000

ECONOMIC RESILIENCY AND RECOVERY (ERR) FUNDING – April 18, 2020 to June 30, 2022 - CLOSED

FY	ERR Allocation	Total Awarded	Funds Remaining	Funds Recaptured	Returned at Closeout	Reverted to Statewide Fund	Remaining
ALL	1,000,000,	768,909	231,091	(231,091)	\$8,170.27	(\$8,170.27)	0

INVESTMENT – ALL PROJECTS

Projects	Awarded	Leveraged	Jobs
26	\$6.3 million	\$9.3 million	1,290

DIRECTOR UPDATE
REGIONAL COUNCIL 9 MEETING
UPDATED: OCTOBER 12, 2023
MEETING: OCTOBER 20, 2023

Project Performance Monitoring:

GO Virginia Quarterly Progress Reports for Q3 2023 due on October 20, 2023 for active projects

Project Changes:

Budgets

- Expecting budget revision from Talent Supply Connector
- Expecting match budget revision for Venture Central, reducing from \$210,000 to minimum match required of \$150,000. \$129,125 has been submitted to date.
- Venture Central project budget revision approved by DHCD

Contracts

- Extensions: Venture Central 3-month extension to leverage federal dollars of \$300,000 EDA grant approved by DHCD
- Milestones: n/a
- Modification: n/a
- Outcomes/Deliverables Changes: n/a

Closeouts

- Completed: n/a
- In Progress: n/a
- Funds Not Spent at Closeout: n/a

Key Staff Activity:

- Site Visit with Virginia Diodes
- JLARC interviews
- REI Advisory Committee
- PVCC Stakeholder Session
- Bylaws Review
- GENEDGE Retooling Grant Closeout Meeting
- Board Retreat and Board Meeting, September 11 and 12
- CvilleBioHub Lab 101
- VCW – Piedmont Region Open House, September 18
- Albemarle EDA Meeting, September 19
- Project Development for Scale Up Planning Grant
- Participate in CEDS meetings
- Attend Central Virginia Talent Collaborative meetings
- Advance Growth & Diversification Plan Update – 2023
- Carver Center project site visit after Kitchen opening
- Tech Academies site visit to see drones and lab

LinkedIn:

- Followers: 380 (+13)

Project Name: Cluster Scale Up (Region 9 Planning Grant)

Applicant: County of Nelson

Contact Name: Maureen Kelley

Grant Amount Requested: \$100,000 for 1 year

Match Amount Proposed: \$105,159

Targeting: City of Charlottesville; and the Counties of Albemarle, Culpeper, Fauquier, Fluvanna, Greene, Louisa, Madison, Nelson, Orange, and Rappahannock

Match Commitment: City of Charlottesville; Town of Culpeper, and the Counties of Albemarle, Fauquier, Fluvanna, Greene, Louisa, Madison, Nelson, and Orange; Afton Mountain Vineyards, CACVB, CVPED, PVCC, Revalation Vineyards, Willams Compliance, Winemakers Research Exchange

Letters of Support: All of the above and: Chateau MerrillAnne, Fifty-Third Winery and Vineyards, Montifalco Vineyard, Virginia Wineries Association, Quievremont Wine

State Goals:

- Higher Paying Jobs Out of state investment
- Transformative project Collaboration between government, business, education, etc.

Region 9 Project Categories:

- Talent Development Innovation/Entrepreneurship
- Growing Existing Business (Cluster Scale Up) Sites

Region 9 Target Industries:

- Information Technology Food & Beverage Mfg.
- Financial & Business Services Light Mfg. Biotechnology



Proposal Submitted: 9.20.2023

Region 9 Task Force Reviewing

- Talent Development
- Innovation/Entrepreneurship
- Growing Existing Business (Cluster Scale Up)
- Sites

Number of Reviewers: 3

AVERAGE TOTAL SCORE: 90 / 100 POINTS

Goals and Activities: The project goal is to develop strategies and an action plan to address identified gaps for expansion and growth in the Winery industry as part of the Food & Beverage Manufacturing cluster. Activities include hiring a consultant, supporting stakeholder engagement, and creating business led coalitions to validate findings. Areas to address are labor, financial support, availability and quality of the agricultural product, marketing, availability and cost of supplies, knowledge transfer, next steps for Virginia Wine Center concept, production facilities, legal and tax issues, and distribution.

Budget: The project will be led by Nelson County in collaboration with all 10 other regional localities. \$105,159 of the match is committed including: local government cash match of \$30,000; local government in-kind match of \$49,409; private/non-profit sector in-kind match of \$23,250. \$123,000 of total project funds will be set aside for the consultant and other vendors to develop the plan. \$7,000 of GO Virginia funds are for support organization for contract management.

Outcomes: Wine industry strategy including action plan. There is an expectation that an implementation grant will follow soon after this report is developed. Potential outcomes for future implementation grants might include Number of existing businesses expanded; Revenue increased; Capital raised; Increase in exported product sales; Jobs retained or created.

GRANT SCORING CATEGORIES	
Average Score	Comments/Notes
TARGET INDUSTRY SECTOR / INDUSTRY NEED 19	<ul style="list-style-type: none"> • Suggest that the name of the grant be more specific, e.g., Food & Beverage/Winery Manufacturing Cluster Scale Up • Extremely high LQ points to the importance of this industry to our region • The Winery industry is a crucial part of the Food & Beverage Manufacturing cluster within Region 9. This scores a 20/20 because the council has identified opportunities for diversification and growth that can only be achieved because of the natural environment and business atmosphere offered in this region.
REGIONAL COLLABORATION 19	<ul style="list-style-type: none"> • Cash and in-kind support from localities • Excellent representation from Region 9
INVESTMENT STRATEGY 19	<ul style="list-style-type: none"> • Planning grant is specifically to address cluster scale-up, which is in line with this requirement • With the planning grants going toward the Winery Industry, it will undoubtedly boost cluster scale-up, sites and infrastructure development, talent, and workforce development. It can also contribute to a startup ecosystem with new and similar businesses penetrating the marketing.
REGIONAL IMPORTANCE AND STRATEGY 19	<ul style="list-style-type: none"> • Wineries are an important economic component for the region. It is important for our Region 9 council to understand the current state and the barriers to growth before we can further invest. • Planning grants should be strategic for a Regional Council. If grants are allocated to the Winery Industry, then the funds are appropriately being utilized in the region.
LINE OF SIGHT TO IMPLEMENTATION GRANTS 14	<ul style="list-style-type: none"> • Suggest a more specific set of deliverables. The report is currently referenced in Activity #1 but could be specifically called out. • The list of specific areas to address (labor, financial support, etc.) may benefit from more specificity. For example, what aspect of financial support is going to be considered... • ...consider where the industry is, i.e., is the market near saturation? How much room is there for growth? How do changes in trade policy impact the export opportunities? • More information needed to determine if the Winery Industry generates high paying jobs. There is a demand in Virginia for this industry, but it is extremely competitive nationally and globally. ... industry is highly competitive and saturated.

MEMORANDUM

Date: October 17, 2023
To: GO Virginia Region 9 Council
From: Shannon Holland, Director, GO Virginia Region 9
Re: Introduction of Amended and Restated Bylaws for GO Virginia Region 9 Council DRAFT at October 20, 2023 Council Meeting

This is to introduce the Amended and Restated Bylaws DRAFT to the Region 9 Council during its October 20, 2023 Council Meeting so that action to revise or accept might be taken at the January 2024 meeting.

Action cannot be taken at the meeting at which revised Bylaws are introduced.

The Council requested this process be undertaken during discussion at the April 2023 Council Meeting. The Executive Committee and Council Members provided initial feedback and Ethan Dunstan and Brian Cole volunteered to lead the effort. David H. Pettit, Attorney at Law, Flora Pettit PC, and founding Region 9 Council Member, graciously provided his services pro-bono to edit and revise these Bylaws. Ethan Dunstan and Brian Cole supported this effort, as well.

Below is a summary of changes made. A version with tracked changes is not available. Edits such as misspellings, formatting, outdated references to “charter terms”, or correcting organization names etc. are not included below.

- Article III MEMBERSHIP
 - Section 2. Last Sentence
 - Clarifies that Council membership is subject to Board review and not approval as previously stated
 - Section 5. PUBLIC SECTOR SEATS heading:
 - Localities/Elected Officials – updates term to 3 years to be in line with Bylaws wording and Council practice
 - Educational Institutions –removes the term limitation for the UVA appointee so that the role is now Ex-Officio
 - Local Economic Development – updates term to 3 years to be in line with Bylaws wording and Council practice
 - Section 7. Stipulates that Immediate Past Chair and Vice-Chair who has reached a term limit may serve another term for leadership continuity. In the past only the Immediate Past Chair was allowed.
- Article IV MEETINGS
 - Section 5 – In-person quorum remains the same. Given the responsibilities of the Council, David Pettit recommends that it stay the same. Wording added to clarify the reality of virtual meetings.
- Article VI ORGANIZATION

- Section 3 – Clarifies that the role of Secretary and Treasurer can be one person as has been the practice of the Council
 - Section 7 – Stipulates term limits for serving as Chair or Vice Chair
 - Section 11 – Clarifies that Treasurer is Chair of the Finance Committee. If there isn't a Finance Committee and another committee acts in that role the Treasurer will manage efforts with that committee. As of now, the Executive Committee has taken on financial activities and the Treasurer serves on the Executive Committee.
- Article VIII SUB COUNCIL ORGANIZATION
 - Section 1 – Clarifies that task forces and working groups can also be set up by the Council
- Article XI AMENDMENTS
 - Changes headline to AMENDMENTS VS BYLAWS
 - Clarifies that amendments are reported to the Board versus must be approved by the Board as previously stated

Virginia Growth and Opportunity Regional

Council REGION 9

AMENDED AND RESTATED BYLAWS

ARTICLE I PURPOSE

The Virginia Growth and Opportunity Region 9 Council (hereafter referred to as “Council”) is a public body certified by the Virginia Growth and Opportunity Board (Board) to receive grants pursuant to Code of Virginia section 2.2-2485 the Virginia Growth and Opportunity Act (hereafter referred to as “GO VA”). The Council will be supported or affiliated with an existing or newly established organization that engages in collaborative planning and execution of economic or workforce development activities within a region to support the Council’s activities and to ensure proper administration of the Council’s funds.

The Virginia Growth and Opportunity Regional Council, Region 9 consists of the geographic boundaries of Virginia Planning District Commission Regions 9 and 10 that include the counties of Albemarle, Culpeper, Fauquier, Fluvanna, Greene, Louisa, Madison, Nelson, Orange, Rappahannock and the towns within these counties and City of Charlottesville.

ARTICLE II DUTIES AND RESPONSIBILITIES

Section 1 Duties of the Regional Council

The Council shall:

1. Work in a collaborative manner, respecting all points-of-view, while soliciting and reviewing proposed projects for recommendation to the Board.
2. Demonstrate extensive knowledge of the region’s potential for growth strategies that lead to high paying jobs. Identify economic/regional projects that support or encourage collaboration and yield significant new job creation deliverables.
3. Review and understand the authority, governance, and administrative role of the Board in certifying qualified regions and regional councils; including how the Board develops and implements guidelines or procedures for such certification.
4. Partner with local governments and existing or newly established economic/workforce development organizations to create a focused collaborative project or programs consistent with the Council’s economic growth and diversification plan.
5. Identify the region’s economic growth potential independently or in partnership with neighboring regions. Identify the competitive advantages for collaboration with private-sector investments and educational opportunities to accelerate job

growth/economic development.

6. Advise the Board on best practice initiatives, projects, strategies, etc. that encourage collaboration and yield measurable outcomes for job growth and income in the region.
7. Have the authority to enter into agreements through (a) support organization(s) including the Central Virginia Partnership for Economic Development (CVPED) in order to pursue the goals and objectives of the Virginia Growth and Opportunity Act pursuant to the Code of Virginia and guidelines adopted by the Board.
8. Adhere to the Freedom of Information Act (FOIA) and the Conflict of Interest Act (COIA) except as exempted pursuant to §2.2-3711.A.48 of the Code of Virginia.
9. Provide for public participation as directed by the Code of Virginia and the Board and through any public participation policies of the Council.
10. Conform to guidelines and policies as adopted by the Board.

ARTICLE III MEMBERSHIP

1. The Council shall include representatives from (i) the education sector, including school divisions, community colleges, public institutions of higher education, and private institutions of higher education as appropriate; (ii) the public economic and workforce development sector; (iii) local government; (iv) planning district commissions; (v) nonprofit organizations; and (vi) other entities that significantly affect regional economic or workforce development. Membership may include one or more non-legislative citizen members of the Board from the region. A majority of the members of the Council shall be from private sector with demonstrated significant private-sector business experience. The Council shall be chaired by a citizen member from the region with significant private-sector business experience.
2. The Council will consist of twenty-three (23) members. The Board will approve the member selection process, structure, composition, and leadership to meet the requirements of Code of Virginia section 2.2-2485 of the Virginia Growth and Opportunity Act and the guidelines set forth by the Board. Council members will be recruited and selected to preserve the diversity and balance necessary to enable the Council to provide policy guidance on the broad spectrum of regional economic issues. Council membership is subject to Board review.
3. Each Council member shall be entitled to one equal vote.
4. Council members receive no compensation.
5. Members of the Council shall include:

PRIVATE SECTOR SEATS - 12

Chambers of Commerce (4)

Each chamber of commerce in the region may nominate private sector business

persons to serve on the Council. The Council will select private sector members from the chamber of commerce nominations. Small businesses of less than 50 employees and larger businesses must be considered.

At-Large Private Sector (5)

Nominations will be solicited from the public for at-large private sector Council members. Local business organizations may make nominations, business leaders may nominate themselves, and business leaders may nominate other business leaders for the Council. Unfilled at-large positions will be considered from chamber of commerce nominations. Private sector members should include owners of businesses, chief executives or senior executives with local decision-making authority. The Council shall select at-large private sector members from this pool of nominations. Small businesses of less than 50 employees and larger businesses must be considered. At-large private sector directors shall serve for terms of three (3) years.

Central Virginia Partnership (CVPED) Board Members (2)

The CVPED Board will appoint from its membership two private sector members to the Council, who will serve for terms of three (3) years.

Virginia Career Works – Piedmont Region (1)

The Piedmont Workforce Development Board Chair shall serve ex-officio on the Council. The Piedmont Workforce Development Board Chair may appoint another private sector Board member to serve in his/her place.

PUBLIC SECTOR SEATS – 11

Regional Commission Directors (2)

The executive directors of the Rappahannock-Rapidan Regional Commission (RRRC) and the Thomas Jefferson Planning District Commission (TJPDC) shall serve ex-officio on the Council.

Localities/Elected Officials (4)

The Rappahannock-Rapidan Regional Commission (RRRC) and the Thomas Jefferson Planning District Commission (TJPDC) shall each appoint one elected official and one chief administrative officer from the local governments (Town, City, or County) of its region to serve on the Council, each to serve for terms of two (2) years.

Educational Institutions (3)

The President of the University of Virginia or his or her appointee shall serve on the Council ex-officio.

The Presidents or Chief Administrative Officers of Piedmont Virginia Community College, Germanna Community College and Lord Fairfax Community College shall collectively appoint two representatives to serve on the Council, each to serve for terms of three (3) years.

Local Economic Development (2)

The city and county economic development officers from the Rappahannock-Rapidan Regional Commission (RRRC) shall select one representative to serve on the Council for a term of three years. The city and county economic development officers from the Thomas Jefferson Planning District Commission (TJPDC) shall select one representative to serve on the Council for a term of three (3) years.

6. Council members shall have knowledge of workforce and economic development matters.
7. Council members, excluding Ex-Officio members and Immediate Past Chair, and Vice-Chair, shall not serve more than two (2) consecutive three year terms. A Chair, Immediate Past Chair or Vice-Chair who has reached his or her term limit while serving in such capacity may serve another consecutive term.
8. A vacancy on the Council shall be filled per guidelines established by the Board as carried out by the Nominating Committee referenced in Article VI of this document. The person selected to fill a vacancy shall meet the qualifications for the vacant seat as set forth above in this Article VI, in consultation with the designated stakeholders as applicable.
9. Members of the Council who subsequently no longer hold the position that made them eligible Council members may continue to serve on the Council as long as their new position falls in the same category outlined above.
10. A Council member may be removed by the Board with a majority vote. The reasons for removal must be documented by the Board. A Council member may also be removed by the Council by vote of two thirds (2/3) of the members of the Council.

ARTICLE IV MEETINGS

1. Regular meetings of the Council shall be held no less frequently than quarterly. The Council shall adopt an annual schedule for regular meetings. Revisions to the schedule of meetings of notice of time, location and purpose shall be given to all Council members at least 30 days prior to the date of meeting. The Chair may cancel or reschedule a regular meeting due to a lack of quorum, lack of business or other special circumstances.
2. The annual meeting of the Council shall be the regular meeting in June except that the date, time and place may be otherwise determined by the Chair.
3. Special meetings of the Council shall be held at the call of the Chair or upon the written request of one-third of the Council members stating the purpose for such special meeting. The call to a special meeting shall be given at least 24 hours prior to the meeting. The media shall be notified at the time of the call.
4. The Council will meet all of the Code of Virginia public meeting requirements (§2.2-

3707). Meetings, or any change in the manner of holding a meeting, will be publicly noticed a minimum of three business days in advance of the meeting.

5. Attendance of a majority of Council members shall constitute a quorum. Except in the case of an all-virtual meeting, in which all members participating shall be counted for purposes of a quorum, only members physically assembled in one location shall be counted for purposes of a quorum. Unless a greater proportion is required by the Board or these Bylaws for a particular act or vote, the majority (super majority) vote of the Council members, both present in person and participating electronically, and voting at any meeting at which there is a quorum, shall constitute the Act of the Council.

ARTICLE V PARLIAMENTARY PROCEDURE

1. In all matters of parliamentary procedure not specifically covered by these bylaws, Roberts Rules of Order 11 ed. for Small Boards with preference to Roberts Rules of Order, Newly Revised In Brief, 2nd Edition 2011 shall be observed.
2. Specifically covered procedures include:
 - a. Except where indicated otherwise in these bylaws, all actions of the Commission shall be approved by a majority vote of the members present and voting.
 - b. Members are not required to obtain the floor before making motions or speaking, which they can do while seated.
 - c. There is no limit to the number of times a member can speak to a question.
 - d. Informal discussion of a subject is permitted while a motion is pending.
 - e. The presiding officer need not stand while putting questions to a vote.
 - f. The presiding officer may speak in discussion without rising or leaving the chair.
 - g. Informal discussion may be initiated by the presiding officer.
 - h. Subject to rule or custom, the presiding officer can make motions and vote on all questions.
 - i. Motions are in order to close or limit debate, including limiting times one can speak on a motion.
 - j. Decisions may be made by unanimous consent or consensus, rather than by formal vote. Unless there is unanimous consent, all actions must be approved by vote.

- k. Presiding officer shall restate motion before voting.

ARTICLE VI ORGANIZATION

1. During the inaugural meeting, the Council shall elect from among its members, all organizational officers. The Chair and Vice Chair shall be a Council member with significant private-sector experience. The inaugural partial year term of officers shall not be subject to the term limits found in Article VI Section 3 and Section 7 of these bylaws.
2. The Chair shall preside over all meetings. The Vice-Chair shall preside over all meetings in the absence of the Chair.
3. The elected officers of the Council shall be a Chair, Vice Chair, Secretary and Treasurer. One person may serve as both Secretary and Treasurer. The officers of the Council shall be elected and take office at the annual meeting. Their terms shall be for a period of one year commencing at the end of the annual meeting and terminating at the next annual meeting or until their successors are subsequently elected.
4. The Chair shall preside at all Council meetings, shall sign all acts or orders necessary to carry out the will of the Council, shall have the authority to assign routine administrative functions to the assigned staff, shall be eligible to vote on all matters before the Council, and shall have the generally recognized powers and duties of the office of Chair or president of an organization.
5. The Vice Chair shall serve as Chair in the absence or disability of the Chair. In the case of a vacancy in the office of Chair, the Vice Chair shall assume the Chair's duties until a new Chair is elected to fill the unexpired term.
6. A vacancy in an office shall be filled for the unexpired term by the Council at the next regular meeting following occurrence of the vacancy, except that no such action shall be taken unless placed on the agenda and mailed to all members. A member elected to fill an unexpired term may be elected to a successive full term.
7. The Chair and Vice Chair may not serve more than two (2) consecutive terms. However, they may be re-elected subsequently after another party has served in the office.
8. At its regular meeting immediately prior to the annual meeting, the Chair shall appoint a nominating committee consisting of at least two Council members. At least 10 days prior to the annual meeting, the nominating committee shall send to each Commission member a list containing the name of one nominee for each elected office. Additional nominations may be made from the floor during the meeting at which the election is held.
9. The Secretary and Treasurer need not be members of the Council, and may succeed

themselves in office.

10. The Secretary shall prepare and maintain permanent written record of all Council proceedings, shall transmit notices and agendas to the membership, and transmit a copy of the minutes of each Council meeting to each member prior to the next regular meeting.
11. The Treasurer serves as the chair of the finance committee or such other committee as may have been designated to fulfill the role of a finance committee; manage, with the finance committee or such other committee, the Council's review of and action related to the Council's financial responsibilities; work with the supporting organization to ensure that appropriate financial reports are made available to the Council on a timely basis; present the annual budget to the Council for approval; review the annual audit and provide answers to questions about the audit.

ARTICLE VII SUPPORT ORGANIZATION

1. A support organization may be engaged to provide administrative, fiscal management, planning, project management or other assistance to the Council.
2. The support organization can be a new or existing organization with purposes and competencies including collaborative planning, economic development, or workforce activities within the region.
3. The support organization may provide data analysis, review of best practices, review and analysis of project proposals, and other duties as determined by the Regional Council.
4. The support organization will make project recommendations to the Regional Council for submission to the Board and will be responsible for monitoring the impacts of projects in carrying out the economic growth and diversification plan.
5. The support organization will be responsible for the receiving, use of, and auditing of funds received.
6. The support organization will have a contract with the regional council that provides for its role as outlined above.

ARTICLE VIII SUBCOUNCIL ORGANIZATION

1. The Council may appoint all subcommittees as deemed necessary to meet the Council requirements of COV 2.2-2485; the Virginia Growth and Opportunity Act and to fulfill the duties of the Council. In addition, the Council shall create an Executive Committee and a Nominating Committee, and such task forces or working groups as it shall deem appropriate. The Nominating Committee will present a slate of officers, potential new members and candidates to fill vacancies on the Council. The Executive Committee shall have the power to exercise the powers of the Council where action is necessary or advisable to conduct the day-

to-day business of the Council between meetings of the Council, subject to any limitations on the authority of the Executive Committee established by the Council. Actions of the Executive Committee shall be reported to the Council at its next meeting, and shall be subject to review by the Council. The Executive Committee shall not have the authority to act on requests for grants, or to authorize disbursement of funds other than for the purpose of conducting the day-to-day business of the Council.

2. Each subcommittee shall appoint a Chair and set meeting dates, times and locations.
3. The duties of each subcommittee member shall be implied by the name and function of the subcommittee. Each subcommittee shall report to the full Council.
4. Subcommittee members may be either Council members or non-Council members. Subcommittee Chairs must be Council members.

ARTICLE IX AMENDMENTS

The bylaws shall not be amended, modified or replaced except by a majority action of the Regional Council in an official meeting. Action on amended bylaws may not take place at the meeting in which they are introduced. Action on amended bylaws shall take place a minimum of thirty days after their introduction. The bylaws shall be amended to conform to statutory requirements as required. All amendments to these Bylaws shall be reported to the Board or its agent as required by the Board.

ARTICLE X SEVERABILITY

In the event that any portion of the bylaws is deemed invalid, the remaining portions shall remain in full force and effect.

CERTIFICATION

These Bylaws were approved and adopted at a meeting of the Council by a majority vote on October ____, 2023.

Secretary