

## MINUTES

**Regional Intergovernmental Council  
53rd Annual Meeting  
March 14, 2024; 12:00 P. M.  
West Virginia Regional Technology Park  
Hendrickson Conference Center, Building 2000 E  
South Charleston, WV**

### **Members Present:**

Andy Backus, City of Charleston Citizen Representative  
President Ericke S. Cage, J.D., LL.M., Private Sector Representative  
Brian Carr, Private Sector Representative  
Coston Davis, Minority Group Representative  
Andrew Dunlap, Private Sector Representative  
Mayor Scott Elliott, City of Dunbar  
Mayor David Fletcher, Town of Belle  
Mayor David Fontalbert, Town of Marmet– Via Zoom  
Mayor Jami Echols Hayes, Town of Bancroft  
Mayor Melissa Hill, Town of Chesapeake  
Mayor William Jones, Town of Poca  
Commissioner Connie Kinder, Clay County Commission  
Kenneth Kinder, Private Sector Representative  
Charles Mays, Private Sector Representative– Via Zoom  
Barry McCune, Clay County Citizen Representative  
Kris Mitchell, Boone County Citizen Representative  
Eric Sharp, Private Sector Representative  
Commissioner Andy Skidmore, Putnam County Commission – Via Zoom  
Melissa Smith, Kanawha County Citizen Representative  
Mayor Kay Summers, Town of Clendenin  
Joy Underwood, Private Sector Representative

### **RIC Staff and Other Individuals Present:**

Tyler Ferrell, Executive Director, RIC  
Joanna Keller, Executive Assistant, RIC  
Marci Tucker, Finance Assistant/Project Administrator, RIC  
Sam Richardson, Transportation Program Manager, RIC  
Jake Smith, Transportation Planner, RIC  
SoJuana Ellis, Project Administrator, RIC  
Terry Martin, Project Coordinator, RIC  
Bruce Mullins, Project Coordinator, RIC  
Jeffery Mace, Transportation Planner, RIC  
Brandy Whittington, Finance Manager, RIC/Matheny & Company AC  
Sean Hill, Executive Director, KVRTA  
Kelsey Harrah, Communications Director, KVRTA  
Michael Dodd, WVDOH

Kellie Lilly, USDA Rural Development  
Adam Stollings, USDA Rural Development

The Regional Intergovernmental Council (RIC) met in the Hendrickson Conference Center at the West Virginia Regional Technology Park in South Charleston on March 14, 2024.

## **I. Roll Call**

Roll Call was taken by Marci Tucker, Finance Assistant/Project Administrator. Chairman David Fletcher declared a quorum and called the meeting to order.

## **II. Pledge of Allegiance**

## **III. Executive Director's Report**

Tyler Ferrell, Executive Director, presented the goals and objectives for RIC. He stated that this past November he held a planning session with the Executive Committee to develop strategic goals for the organization. He added that during the meeting they discussed current strengths and weaknesses of the organization as well as potential opportunities for RIC to expand.

**The following goals and objectives were formed based on the discussion during the November 2023, Executive Committee meeting.**

### Goal #1: Establish a Reserve Account of \$50,000

- Currently, RIC does not have any operating reserves. If payment does not come in on time from grantors, it puts RIC in a bind.
  - Objective #1: When permitted by grantors, grant administration contracts will be fixed-fee lump sum contracts instead of cost-reimbursable.
    - As contracts come in, RIC will verify that fixed-fee contracts are permitted by each grantor and, if permitted, write new contracts as fixed-fee.
- Objective #2: Establish a process for accounts receivable.
  - An AR process has been established at RIC.
- Objective #3: Establish a process for accounts payable.
  - An AP process has been established at RIC.

### Goal #2: Expand Community Development Service Line

- In the past, RIC has primarily been focused on water and sewer projects. There are significant grant opportunities for trails, parks, demolition, police, fire, etc. that member governments could benefit from.
  - Objective #1: Create a marketing booklet to showcase additional services and potential grant opportunities.
    - A draft will be completed by 03/31/2024.
  - Objective #2: Work with member governments to identify and pursue grant opportunities that RIC has not pursued in the past.

- This is currently underway. RIC is working with multiple member governments on new projects.

### Goal #3: Expand Community Planning Program

- RIC has not completed any comprehensive plans or zoning ordinance updates.
- Objective #1: Create a marketing booklet to showcase additional services. The booklet will include RIC staff resumes and potential planning projects.
- Objective #2: Work with member governments to generate interest in these programs and develop financing strategies to bring the planning projects to fruition.

### Goal #4: Establish a Small Business Finance Program

- Establish a Revolving Loan Fund for the Region.
  - Objective #1: Develop a proposed project financing plan.
  - Objective #2: Pursue the strategy identified in the plan to establish a revolving loan fund at RIC.
- Establish a Certified Development Company.
  - Objective #1: Develop a comprehensive plan to establish a CDC in WV. This plan will include the necessary documents, steps, and processes to move toward achieving this goal.
  - This has been completed.

### Establish a Certified Development Company (CDC)

- Certification given to non-profits from the Small Business Administration.
- CDC's exist to package and service SBA 504 loans on behalf of the Small Business Administration.
- Unlike traditional financing, the CDC does not directly lend the capital. The CDC underwrites, packages, and, after the loan is funded, services the loan. After loan closing, the SBA funds the loan directly.
- These are long-term low-interest loans for small businesses to utilize for fixed assets, real estate, and building construction/renovations.
- Loans can be made up to \$5.5 million dollars.
- In a typical deal, a bank provides 50% of the project's cost, the CDC provides 40%, and the borrower brings a 10% equity injection.
  - The CDC takes a second position on all assets financed.

### **Need for a CDC in West Virginia**

- West Virginia and Alaska are the only two states that do not have an in-state CDC.
- This has had a measurable impact on the 504 program's utilization in WV.
- In the last 3 years, Pennsylvania made \$494 million in 504 loans (515 loans), Ohio made \$406 million (540 loans), Virginia made \$358 million (452 loans), and Kentucky made \$81 million (80 loans).
- West Virginia only made \$14.5 million in 504 loans in the 3 years (15 loans).
  - In the last fiscal year, WV ranked #50 in 504 lending by state.

### **Next Steps in the Process of the CDC**

- Pending board approval, RIC will execute the agreement with the attorney and J.R. Bruno to begin the process of forming the non-profit and work through the SBA CDC paperwork.
- RIC also needs to form the CDC board.
  - If anyone has a background in internal controls, financial risk management, commercial lending, legal issues relating to commercial lending, corporate governance, and economic, community, or workforce development and has an interest in serving on the board, please reach out to Tyler Ferrell, Executive Director.

### **Project Updates for the Past Quarter:**

#### **Transportation Update:**

- Introduction of RIC's new Transportation Planner, Jeffery Mace.
- The RIC Transportation Team submitted a RAISE grant application to develop a plan to resurface all the city streets in the Town of Cedar Grove.
- The RIC Transportation Team will host a Traffic Calming Course in Charleston on April 16, 2024.
- The RIC Transportation Team is working on the FY 2025 Unified Planning Work Program (UPWP), a draft is included in the meeting packet.

#### **Community Development Update:**

- The RIC Community Development Team is working with the Elk River Trail Foundation to administer their Appalachian Regional Commission (ARC) POWER grant.
- The RIC Community Development Team is working on a CDBG demolition project for the Town of Whitesville.
- The RIC Community Development Team submitted an Economic Development Administration (EDA) funding request for Advantage Valley to rehabilitate an industrial building.
- RIC is currently recruiting another Project Coordinator for the Community Development Team.

#### **IV. Guest Speaker**

Adam Stollings, Community Liaison with the USDA Rural Development gave a brief overview of the Rural Partners Network. He also introduced Kellie Lilly, Area Specialist with the USDA Rural Development.

#### **V. Recommend Appointment of Kelsey Harrah to RIC Board of Directors Replacing Curt Zickafoose, Representing KVRTA and Interests of Public Transit**

Chairman David Fletcher presented the recommendation to appoint Kelsey Harrah to the RIC Board of Directors.

**A MOTION WAS MADE BY CONNIE KINDER TO APPROVE THE APPOINTMENT OF KELSEY HARRAH TO THE RIC BOARD OF DIRECTORS REPLACING CURT ZICKAFOOSE. THE MOTION WAS SECONDED BY KRIS MITCHELL AND WAS CARRIED.**

#### **VI. Approval of Minutes**

Chairman David Fletcher presented the December 14, 2023, Meeting Minutes for approval.

**A MOTION WAS MADE BY KRIS MITCHELL TO APPROVE THE DECEMBER 14, 2023, MEETING MINUTES. THE MOTION WAS SECONDED BY CONNIE KINDER AND WAS CARRIED.**

#### **VII. Treasurer's Report**

##### **A. Financial Report**

Marci Tucker, Financial Assistant/Project Administrator presented the Financial Report as of January 31, 2024, for approval. Marci Tucker stated that RIC's revenues were approximately \$841,000 and expenditures were \$956,000, she stated that the difference is due to RIC still waiting on federal funding.

**A MOTION WAS MADE BY COSTON DAVIS TO APPROVE THE FINANCIAL REPORT AS OF JANUARY 31, 2024. THE MOTION WAS SECONDED BY WILLIAM JONES AND WAS CARRIED.**

##### **B. FY 2025 Proposed Local Contribution Schedule**

Marci Tucker, Financial Assistant/Project Administrator, presented the FY 2025 Proposed Local Contribution Schedule for approval. Marci Tucker stated that there are no major changes from last year.

**A MOTION WAS MADE BY SCOTT EILLOTT TO APPROVE THE FY 2025 PROPOSED LOCAL CONTRIBUTION SCHEDULE. THE MOTION WAS SECONDED BY COSTON DAVIS AND WAS CARRIED.**

C. FY 2025 Proposed Operating Budget

Marci Tucker, Financial Assistant/Project Administrator, presented the FY 2025 Proposed Operating Budget for approval. Marci Tucher stated that RIC has gained several new projects, as well as finalized some older projects. She stated that there are also a few category changes to show out of region travel and training verses in region travel.

**A MOTION WAS MADE BY WILLIAM JONES TO APPROVE FY 2025 PROPOSED OPERATING BUDGET. THE MOTION WAS SECONDED BY CONNIE KINDER AND WAS CARRIED.**

D. FY 2023 Financial Audit Update

Marci Tucker, Financial Assistant/Project Administrator, provided a brief update on the status of the FY 2023 Financial Audit. No motion was requested.

**VIII. Transportation**

A. FY 2024-2027 Transportation Improvement Program (TIP) Amendments

Sam Richardson, Transportation Program Manager, presented the amendments to the FY 2024-2027 Transportation Improvement Program (TIP) for approval. Sam Richardson stated that there is one highway amendment, the Rand Drainage Project. He stated the rest of the changes are administrative adjustments, adding some bridge projects and some lighting on US 119. He stated that there are also transit adjustments for roof repairs to the maintenance facility.

**A MOTION WAS MADE BY SCOTT ELLIOTT TO APPROVE THE AMENDMENTS TO THE FY 2024-2027 TRANSPORTATION IMPROVEMENT PROGRAM (TIP). THE MOTION WAS SECONDED BY WILLIAM JONES AND WAS CARRIED.**

B. *Draft* FY 2025 Unified Planning Work Program (UPWP)

Sam Richardson, Transportation Program Manager, presented the *Draft* FY 2025 Unified Planning Work Program (UPWP). No motion was requested. Sam Richardson stated that the Complete Streets Planning Waiver is also being added to the UPWP. In addition, he stated that there is some interagency consultation currently taking place, as well as some expected administrative adjustments with the current proposed draft.

C. FY 2024-2027 Suballocated Funding Project List

Sam Richardson, Transportation Program Manager, presented the FY 2024-2027 Suballocated Funding Project List for approval. Sam Richardson stated that there will be an administrative change with the Town of Pratt Sidewalks.

**A MOTION WAS MADE BY COSTON DAVIS TO APPROVE THE FY 2024-2027 SUBALLOCATED FUNDING PROJECT LIST. THE MOTION WAS SECONDED BY JOY UNDERWOOD AND WAS CARRIED.**

D. Metropolitan Transportation Plan Project Agreement with Kimley-Horn

Sam Richardson, Transportation Program Manager, presented the Metropolitan Transportation Plan Project Agreement with Kimley-Horn for approval. Sam Richardson stated that a formal RFQ process was used, and the Consultant Selection Committee chose Kimley-Horn.

**A MOTION WAS MADE BY CONNIE KINDER TO APPROVE THE METROPOLITAN TRANSPORTATION PLAN PROJECT AGREEMENT WITH KIMLEY-HORN. THE MOTION WAS SECONDED BY JOY UNDERWOOD AND WAS CARRIED.**

E. Metropolitan Planning Organization (MPO) Self-Certification

Sam Richardson, Transportation Planning Manager, presented the Metropolitan Planning Organization (MPO) Self-Certification Resolution for adoption.

**A MOTION WAS MADE BY WILLIAM JONES TO ADOPT THE METROPOLITAN PLANNING ORGANIZATION (MPO) SELF-CERTIFICATION RESOLUTION. THE MOTION WAS SECONDED BY COSTON DAVIS AND WAS CARRIED.**

**IX. Contract with J.R. Bruno & Associates to Assist with Establishment of a Certified Development Company (CDC)**

Tyler Ferrell, Executive Director, presented the contract with J.R. Bruno & Associates to assist with the establishment of a Certified Development Company (CDC). He stated that RIC issued a formal RFQ to solicit responses from consultants to help form the CDC. J.R. Bruno & Associates were the only consultants that responded to the RFQ. Tyler Ferrell stated that he had worked with J.R. Bruno & Associates in the past and he stated that they would be helpful with the process.

**A MOTION WAS MADE BY CONNIE KINDER TO APPROVE THE CONTRACT WITH J.R. BRUNO & ASSOCIATES TO ASSIST WITH THE ESTABLISHMENT OF A CERTIFIED DEVELOPMENT COMPANY (CDC). THE MOTION WAS SECONDED BY COSTON DAVIS AND WAS CARRIED.**

**X. Contract with Shuman McCuskey Slicer PLLC for the Formation of a Non-profit Corporation**

Tyler Ferrell, Executive Director, presented the contract with Shuman McCuskey Slicer PLLC for the formation of a non-profit corporation. Tyler Ferrell stated that this is the proposed firm that will help RIC form the formal non-profit. He stated that RIC issued a formal RFQ and Shuman McCuskey Slicer PLLC was the only respondent to the RFQ.

**A MOTION WAS MADE BY KRIS MITCHELL TO APPROVE THE CONTRACT WITH SHUMAN MCCUSKEY SLICER PLLC FOR THE FORMATION OF A NON-PROFIT CORPORATION. THE MOTION WAS SECONDED BY COSTON DAVIS AND WAS CARRIED.**

**XI. Letter of Engagement with Tedrow & Myers Immigration Law Group for International Candidate for Transportation Engineer Position**

Tyler Ferrell, Executive Director, presented the Letter of Engagement with Tedrow & Myers Immigration Law Group for the international candidate for the Transportation Engineer position. Tyler Ferrell stated that RIC received a stellar application for the RIC Transportation Engineer position from an individual in Lahore, Pakistan. Tyler Ferrell stated that the applicant would have to be sponsored through an H-1B Visa which would require the use of an immigration law group. Tyler Ferrell stated that he has worked with Tedrow & Myers Immigration Law Group in the past on another H-1B Visa.

**A MOTION WAS MADE BY COSTON DAVIS TO APPROVE THE LETTER OF ENGAGEMENT WITH TEDROW & MYERS IMMIGRATION LAW GROUP FOR THE INTERNATIONAL CANDIDATE FOR THE TRANSPORTATION ENGINEER POSITION. THE MOTION WAS SECONDED BY KRIS MITCHELL AND WAS CARRIED.**

**XII. Restructure of Executive Committee**

Chairman David Fletcher presented restructuring the Executive Committee to be comprised of seven RIC board members. Chairman Fletcher stated that during the hiring process with the new Executive Director there were a few times that the Executive Committee was unable to get a quorum. The Executive Committee is requesting the restructuring of the Executive Committee to be comprised of seven RIC board members.

**A MOTION WAS MADE BY ERICKE CAGE, J.D., LL.M., TO APPROVE RESTRUCTURING THE EXECUTIVE COMMITTEE TO BE COMPRISED OF SEVEN RIC BOARD MEMBERS. THE MOTION WAS SECONDED BY CONNIE KINDER AND WAS CARRIED.**

**XIII. Nominating Committee Report**



Chairman David Fletcher requested nominations from the floor three times, no nominations from the floor were received. Chairman David Fletcher presented the slate of RIC officers and the appointment/re-appointment of at-large RIC members for FY 2025 for approval. The term for officers and at-large members will run from July 1, 2024, through June 30, 2025.

**Nominating Committee Members for FY 2025:**

Dave Casebolt  
David Fletcher  
Connie Kinder  
Kris Mitchell

**Slate of RIC Officers for FY 2025:**

**Chair - David Casebolt**  
**Second Vice-Chair - Kris Mitchell**  
**Secretary – Scott James**

**First Vice-Chair – David Fletcher**  
**Third Vice-Chair – Connie Kinder**  
**Treasurer – Coston Davis**

**Proposed At-Large Members July 1, 2023 through June 30, 2024:**

Minority Group Representative	Oree Banks
Minority Group Representative	Coston Davis, Jr.
Private Sector Representative	Russell Saunders, BridgeValley CTC
Private Sector Representative	Clark McCoy, WVRTP
Private Sector Representative	Charlie Mays, Faith Based Comm. Service
Private Sector Representative	Vacant ( <i>prev. held by the late SK Miller</i> )
Private Sector Representative	Eric Sharp, Labor Employees Coop. Trust
Private Sector Representative	Andrew Dunlap, Charleston Area Alliance
Private Sector Representative	Kenneth Kinder, E. L. Robinson Engr.
Private Sector Representative	Ericke S. Cage, President, WVSU
Private Sector Representative	Kelsey Harrah, KVRTA
Private Sector Representative	Brian Carr, WVDOH
Private Sector Representative	Joy Underwood, Coal River Inn
Private Sector Representative	Morganne Tenney, PCDA

**A MOTION WAS MADE BY WILLIAM JONES TO APPROVE THE SLATE OF RIC OFFICERS AND THE APPOINTMENT/RE-APPOINTMENT OF PROPOSED AT-LARGE RIC MEMBERS FOR FY 2025. THE MOTION WAS SECONDED BY SCOTT ELLIOTT AND WAS CARRIED.**

**XIV. 2023 Annual Report**

Chairman David Fletcher presented the 2023 Annual Report for approval.

**A MOTION WAS MADE BY COSTON DAVIS TO APPROVE THE 2023 ANNUAL REPORT. THE MOTION WAS SECONDED BY KRIS MITCHELL AND WAS CARRIED.**

**XV. Discussion Regarding Board Members Preference to Receive Newsletters Via Email or USPS Mail**

Chairman David Fletcher ask the board if they would rather receive newsletters via email or by USPS. The majority of the board chose to receive newsletters via email. Board members that would like to continue to receive newsletters by USPS mail can request to do so by contacting Joanna Keller, Executive Assistant.

**XVI. Staff Reports**

There were no staff reports.

**XVII. Adjournment**

**A MOTION WAS MADE BY JOY UNDERWOOD TO ADJOURN THE MEETING. THE MOTION WAS SECONDED BY COSTON DAVIS AND WAS CARRIED. THE MEETING ADJOURNED AT 12:43 P.M.**