

AGENDA
MORGAN COUNTY COMMISSION
77 Fairfax Street, Room 101
Berkeley Springs, WV 25411

February 7, 2013 - 9:30 AM

9:30 AM Call To Order – The Honorable Debra Kesecker, Morgan County Clerk

9:35 **Administrative Items**

- Patriot Award
- Water for courthouse office
- Carol York, Grant Administrator- Resolution to apply for WV Development Office Community Participation Grant
- Representative for Comcast Cable
- Exoneration Policies
- Ambulance Exonerations

Consent Agenda

- February Calendar
- Purchase/Check Logs
- Approval of Minutes
- Budget Revisions

Action Items

10:00 Bill Clark, Economic Development Director
- Water tank for Business Park

10:15 Estate of Robert Joseph Clay

10:45 Kris Willard, Morgan County Partnership
- Applications for Grants

11:00 Steve Rawlings, WV Risk Pool
- Possible Executive Session- Litigations

11:15 Kim Michael, Sheriff Tax Office Chief Deputy
- Quotes for safe for check scanning system

11:30 Consideration of adoption by the County Commission on first reading of an Ordinance of the County Commission titled as follows:
AN ORDINANCE AUTHORIZING THE PAYMENT OF THE LEASE REVENUE BONDS

11:45 Debra Kesecker, County Clerk
- Funds request for Excess Levy Election

Reports

- Jody McClintock, County Administrator
- Administrator Report
 - Update on Geothermal System (Possible executive session)

Items from the Public/Miscellaneous Discussion

Work Session

Goals 2013/Extension Service

Recess



Morgan County Commission

77 Fairfax Street, Room 101
Berkeley Springs, West Virginia 25411
304-258-8540

-COMMISSIONERS-

BRADLEY J. CLOSE
380 DRY RUN ROAD
BERKELEY SPRINGS
WV 25411
304-258-3795

STACY A. DUGAN
401 S. LAUREL AVENUE
BERKELEY SPRINGS
WV 25411
304-258-9648

ROBERT L. FORD
9 BARBECUE DRIVE
BERKELEY SPRINGS
WV 25411
304-258-4178

RESOLUTION

WHEREAS; The County Commission of Morgan County has been notified that the following project will be considered for funding through the West Virginia Development Office Community Participation Grant Program for Fiscal Year 2013:

Community Participation Program Grant #13LEDA0629 for \$3,000 for the Morgan County Sheriff's Department for Cameras and Technology Upgrades;

WHEREAS; The County Commission of Morgan County is in support of the aforementioned organization submitting application for funding under this program;

THEREFORE,
BE IT RESOLVED; This 7th day of February 2013 that the Morgan County Commission authorizes Bradley J. Close, President, as the official representative for the Commission in the administration of the WV Development Office Community Participation Grant Program application for the Morgan County Sheriff's Department.

Bradley J. Close, President
Morgan County Commission

Stacy A. Dugan, Commissioner
Morgan County Commission

Robert L. Ford, Commissioner
Morgan County Commission

ATTEST: _____
Debra A. Kesecker
Clerk of the County Commission

Morgan County Commission

77 Fairfax Street, Room 101
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304-258-8540

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WV 25411
304-258-4178

RESOLUTION

WHEREAS; The County Commission of Morgan County has been notified that the following project will be considered for funding through the West Virginia Development Office Community Participation Grant Program for Fiscal Year 2013:

Community Participation Program Grant #13LEDA0627 for \$1,000 for the Great Cacapon Volunteer Fire Company for Equipment and Various Projects;

WHEREAS; The County Commission of Morgan County is in support of the aforementioned organization submitting application for funding under this program;

THEREFORE,
BE IT RESOLVED; This 7th day of February 2013 that the Morgan County Commission authorizes Bradley J. Close, President, as the official representative for the Commission in the administration of the WV Development Office Community Participation Grant Program application for the Great Cacapon Volunteer Fire Company.

Bradley J. Close, President
Morgan County Commission

Stacy A. Dugan, Commissioner
Morgan County Commission

Robert L. Ford, Commissioner
Morgan County Commission

ATTEST: _____
Debra A. Kesecker
Clerk of the County Commission

MORGAN COUNTY COMMISSION
AGENDA REQUEST

DATE OF REQUEST: 2/01/13

NAME: Bill Clark, EDA Director

ADDRESS: 77 Fairfax St
Berkeley Springs, WV 25411

HOME PHONE: 304-258-8546

BUSINESS PHONE:

DATE OF MEETING REQUESTED: 2/07/13

TOPIC (S) OF DISCUSSION:
Water tank for business park

SPECIAL EQUIPMENT NEEDS (i.e. Powerpoint, etc.) _____

* Please include any handouts or material that will be discussed or presented to the County Commission. Thank you !



WEST VIRGINIA

Infrastructure & Jobs Development Council

Gov. Earl Ray Tomblin
Chairman

January 15, 2013

Kenneth Lowe, Jr.
Public Member

William R. Clark
Morgan County Economic Development Authority
77 Fairfax Street, Room 106
Berkeley Springs, West Virginia 25411

David "Bones" McComas
Public Member

Ron Justice
Public Member

Re: Loan Commitment Letter
Project 2012E-152
Action Required by January 30, 2013

Louis R. Spatafore
Public Member

Dear Mr. Clark:

Joseph Freeland
Public Member

The West Virginia Infrastructure and Jobs Development Council (the "Infrastructure Council") provides this binding offer of a loan (the "Loan") in the principal amount of not more than \$300,000 to the Morgan County Economic Development Authority, a West Virginia public corporation (the "Borrower"), in order to finance the improvement of the water storage and treatment system at the Morgan County Industrial Park (the "Project"). This commitment is contingent upon the Borrower's acceptance and satisfaction of all of the terms and conditions outlined below. The Infrastructure Council has set aside funds in the Infrastructure Fund to make the Loan upon the Borrower's compliance with the program requirements. The Loan will be between the West Virginia Water Development Authority (the "Authority"), acting on behalf of the Infrastructure Council, and the Borrower.

D. K. "Bud" Carr
Public Member

James W. Ellars, P.E.
Executive Director

Barbara J. Pauley
Executive Assistant

- (1) Commitment. This Loan commitment is based upon and shall remain contingent upon the continued validity and accuracy, without adverse material change, of all of the information and material submitted to the Infrastructure Council in connection with the Borrower's application for the Loan.
- (2) Expiration Date. This commitment will expire on the earlier of (i) December 31, 2013, unless that time is extended in writing by the Infrastructure Council, or (ii) upon the Borrower's written notification to the Infrastructure Council that the Borrower does not desire to obtain the Loan.

- (3) Term. The Loan shall be for a term of 20 years (240 months).
- (4) Rate of Interest. The Loan shall bear interest at a fixed rate per annum equal to 3%. Interest shall accrue from the date of closing.
- (5) Permanent Financing. The Loan shall be for permanent financing only. The Loan will be closed and disbursed only upon (i) the substantial completion of the Project, as determined by the Infrastructure Council, in its sole discretion and (ii) the satisfaction of all other terms and conditions contained herein. The obligations of Borrower with respect to the Loan may not be assigned to any party without the Authority's prior written consent, which may be withheld in the Authority's sole discretion.
- (6) Repayment Terms. The Loan shall be evidenced by a promissory note (the "Note") executed by the Borrower in the amount of the Loan. Payments of principal and interest shall be in equal monthly installments beginning on the first day of the first month immediately after the expiration of the third year following the closing of the Loan and continuing thereafter on the same day of the next succeeding 203 months; provided, however, that the Loan will be forgiven if fifty (50) full-time jobs are retained at the Park as of the third anniversary of the loan closing date. The Note may be prepaid, in whole or in part, at anytime without penalty. Partial prepayments shall be applied to installments due in inverse order of maturity.
- (7) Acceleration of Payment. The Loan shall be due upon the sale, lease or other transfer of all or any portion of the Project Property in any manner whatsoever by the Borrower to any person, firm, corporation or other entity without the prior written consent of the Infrastructure Council.
- (8) Source of Funds.

Infrastructure Council Loan	\$300,000
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- (9) Security. The Loan will be secured by:
 - (a) A sole, first lien deed of trust on the Project assets, which shall consist of approximately 50 acres located in the Morgan County Industrial Park (collectively, the "Project Property").
- (10) Insurance.
 - (a) Not less than 10 days prior to the closing of the Loan, Borrower shall provide a mortgagee title insurance policy with respect to the Project Property in standard ALTA form naming the Authority as the insured party, in the amount of the Loan, without exception as to matters of survey or mechanic's liens and subject only to such exceptions as are acceptable to the Infrastructure Council.

- (b) Prior to the closing of the Loan, Borrower shall provide the Infrastructure Council with a copy of its liability insurance in amounts and coverages of not less than \$1,000,000 per occurrence and otherwise satisfactory to the Infrastructure Council, naming the Authority as an additional insured. A copy of the liability insurance policy must be submitted at the closing of the Loan and annually thereafter.
 - (c) Prior to the Closing, Borrower shall provide the Infrastructure Council with a copy of its hazard insurance coverage on the Project in amounts and coverages reasonably satisfactory to the Infrastructure Council, with the Authority named as an additional insured and mortgagee under the policy.
- (11) Archaeological and Environmental Clearance. Prior to the closing, the Borrower shall provide the Infrastructure Council:
 - (a) Evidence that the Project has received all necessary archaeological and environmental approvals by all applicable federal and state governmental agencies, and
 - (b) Copies of any environmental reports prepared in connection with the Project; and,
 - (c) Borrower shall also conduct and provide the Infrastructure Council with at least a Phase I environmental assessment of the Project prepared by a qualified engineering firm to conduct such assessment, which assessment shall be acceptable to the Infrastructure Council in all respects.
- (12) Survey. Prior to the closing of the Loan, the Borrower shall provide a current "as built" survey of the Project Property prepared by a registered professional engineer or land surveyor showing the boundary lines, encroachments and completed improvements located thereon, including any streets, alleys, rights-of-way, easements and other statements of facts acceptable to the Council, and otherwise prepared in accordance with the minimum standard detail requirements for ALTA/ACSM.
- (13) Cost Overruns/Underruns. The Project shall be completed for a cost not to exceed an aggregate of \$300,000, as set forth above. If the cost of the Project exceeds \$300,000, then the Infrastructure Council shall not be obligated to close the Loan until the Borrower shall have secured from funds separate from the proceeds of the Loan hereunder, such additional amounts as shall be equal to the difference between such increased cost and \$300,000. If the actual cost of the Project is less than \$300,000, the amount of the Loan shall be reduced by an amount equal to \$300,000 less the actual cost of the Project.

- (14) Legal Fees. The Borrower shall be responsible for all Loan closing costs and expenses, including, but not limited to, reasonable attorney's fees incurred by the Infrastructure Council in connection with the Loan. Borrower further understands and agrees that it shall be responsible for the payment of Infrastructure Council's attorneys' fees and expenses even if the Loan does not close.
- (15) Employment Report. The Borrower shall provide to the Infrastructure Council, on or before the 1st day of December of each year, a report showing the total number of permanent and part-time employees working on the Project site on the 30th day of June and the aggregate total wages paid during the twelve month period ending on the 30th day of June of the same year. This report shall be provided annually for the term of the Loan.
- (16) Inspections. Personnel of the Infrastructure Council, the Authority and the West Virginia Development Office, and agents of each of these agencies shall be authorized to enter upon the Project and into any building thereon, whether permanent or temporary, jointly or separately, to carry out inspections. These inspections may be scheduled or unscheduled, and will be at a reasonable time.
- (17) Other Conditions. All documents, conditions or requirements which may be reasonably requested by the Council or its counsel will be complied with even though not specifically set forth herein.

In addition to the above terms, and for your information, the following is a partial list of items that will expedite the closing of the Loan at the appropriate time:

- i. Copies of bank documents, i.e. deed(s) of trust, UCC financing statement(s), security agreement(s), loan agreement(s), etc. that impact the Project Property.
- ii. Appropriate insurance certificates as outlined above.
- iii. Copies of all deeds, invoices or other documents relating to the Project Property and the completion of the Project.
- iv. A legal description of the Project Property.

No statements or representations made before or after the issuance of this commitment letter by any person, member of the Infrastructure Council, or agent or employee of the Authority shall be construed as approval to alter or amend this commitment letter, as all such amendments or alterations shall only be made in writing after approval of the Infrastructure Council.

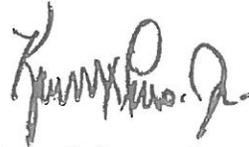
The Loan shall be made by the Authority at the direction of the Infrastructure Council only upon satisfaction of all of the terms and conditions set out above. If this commitment letter is acceptable to the Borrower, please execute one copy of this letter and return to the Infrastructure Council at the address below not later than January 30, 2013. If the

Infrastructure Council does not receive the acknowledged commitment letter by January 30, 2013, the Infrastructure Council shall consider this commitment rejected.

To assist you with the next step, attached is the closing checklist of items that must be submitted prior to closing.

If you should have any questions regarding this commitment, please feel free to contact Jim Ellars at (304) 414-6501.

Sincerely,



Kenneth Lowe, Jr.

MP/km

Attachment

cc: Todd Hooker, WVDO
Charles W. Loeb, Jr., Jackson Kelly

NOTE: This letter is sent in duplicate. Please acknowledge receipt of one copy and return to the Infrastructure Council immediately. This commitment shall not be binding until the return acknowledgment is received by the Infrastructure Council.

ACCEPTED BY:

**MORGAN COUNTY ECONOMIC
DEVELOPMENT AUTHORITY**

By: _____

Its: _____

Date: _____

WEST VIRGINIA INFRASTRUCTURE & JOBS DEVELOPMENT COUNCIL

PRE-CLOSING CHECKLIST

Borrower:

Amount:

Project #:

The checklist below is provided for your convenience. The following items will need to be provided to us to initiate the loan closing:

1. Certificate of Existence or Certificate of Authorization with the State of West Virginia (obtained from the WV Secretary of State's Office, Corporations Division- phone number 304-558-8000);
2. Certificate of Compliance for Unemployment Coverage from Workforce West Virginia, Audit and Compliance Section, Unemployment Compensation Division (phone number 304-558-2451);
3. Certificate of Coverage for Workers' Compensation;
4. Certified Copy of Articles of Organization;
5. Copy of Operating Agreement;
6. Insurance Certificates –
 - a. Comprehensive hazard insurance, naming the WV Water Development Authority as mortgagee/loss payee;
 - b. Liability insurance naming the Authority as additional insured;
 - c. Flood insurance, with the WV Water Development Authority named as loss payee or evidence that the facility is outside the 1 00-year flood plain;
7. A legal description of the project property;
8. Copies of invoices relating to eligible project costs;
9. Title Insurance Binder naming the West Virginia Water Development Authority, on behalf of the WV Infrastructure Council, its successors and/or assigns as proposed insured;
10. Copies of any and all Leases between Borrower and Lessee(s);
11. ALTA/ACSM Survey;
12. Appraisal;
13. Evidence that the Project has received all necessary archaeological and environmental approvals by all applicable federal and state governmental agencies;
14. Copies of any environmental reports;
15. Copies of Phase I environmental assessment;
16. Certification from an independent architect or engineer that all project equipment is in place, that the facility is structurally sound and fully operational and complies with the Americans with Disabilities Act ("ADA");
17. Wiring instructions for WVJDC disbursement of funds upon closing;
18. Contact information for the attorney representing Company;

When all of the requested documents are completed, please forward originals to:

WV Infrastructure and Jobs Development Council
1009 Bullitt Street
Charleston, WV 25301

In preparation for closing:

- Prior to the funds being disbursed upon closing, Borrower shall provide a check at closing, made payable to the appropriate party, for WVIJDC's legal fees in connection with this loan and title policy fees, if applicable.
- A disclosure of closing costs and expenses, in the form of an invoice and/or a closing statement, will be provided to the Company prior to the closing.
- Once all of the required closing information is provided, it will take approximately 7 to 10 calendar days to review the packet and establish a closing date.

MORGAN COUNTY COMMISSION
AGENDA REQUEST

DATE OF REQUEST: 1/29/13

NAME: Kim Nickles, County Clerk Office

ADDRESS: 77 Fairfax St Rm 102
Berkeley Springs, WV 25411

HOME PHONE: 304-258-8547

BUSINESS PHONE:

DATE OF MEETING REQUESTED: 2/07/13

TOPIC (S) OF DISCUSSION:
Estate of Robert Joseph Clay

SPECIAL EQUIPMENT NEEDS (i.e. Powerpoint, etc.) _____

* Please include any handouts or material that will be discussed or presented to the County Commission. Thank you !

MORGAN COUNTY COMMISSION
AGENDA REQUEST

DATE OF REQUEST: 1/29/13

NAME: Kris Willard

ADDRESS: 26 Chapman St
Berkeley Springs, WV 25411

HOME PHONE: 304-258-7807

BUSINESS PHONE:

DATE OF MEETING REQUESTED: 2/07/13

TOPIC (S) OF DISCUSSION:
Applications for grants

SPECIAL EQUIPMENT NEEDS (i.e. Powerpoint, etc.) _____

* Please include any handouts or material that will be discussed or presented to the County Commission. Thank you !

MORGAN COUNTY COMMISSION
AGENDA REQUEST

DATE OF REQUEST: 1/23/13

NAME: Steve Rawlings, WV Risk Pool

ADDRESS: _____

HOME PHONE: _____

BUSINESS PHONE:

DATE OF MEETING REQUESTED: 2/07/13

TOPIC (S) OF DISCUSSION:
Litigations

SPECIAL EQUIPMENT NEEDS (i.e. Powerpoint, etc.) _____

* Please include any handouts or material that will be discussed or presented to the County Commission. Thank you !

MORGAN COUNTY COMMISSION
AGENDA REQUEST

DATE OF REQUEST: 1/27/13

NAME: Kim Michael, Sheriff Tax Office

ADDRESS: 77 Fairfax St., Rm 104

HOME PHONE: 304-258-8562

BUSINESS PHONE:

DATE OF MEETING REQUESTED: 2/07/13

TOPIC (S) OF DISCUSSION:
Quotes for safe for check scanning system

SPECIAL EQUIPMENT NEEDS (i.e. Powerpoint, etc.) _____

* Please include any handouts or material that will be discussed or presented to the County Commission. Thank you !



LAW ENFORCEMENT DIVISION
111 Fairfax Street
Berkeley Springs, WV 25411
304-258-1067
FAX 304-258-8630

SHERIFF AND TREASURER
OF MORGAN COUNTY
VINCENT E. SHAMBAUGH



TAX DEPARTMENT
77 Fairfax Street, Room 104
Berkeley Springs, WV 25411
304-258-8562
FAX 304-258-7497

January 10, 2013

Morgan County Commission
77 Fairfax Street, Room 104
Berkeley Springs, WV 25411

Re: Price Quotes for a safe

Commissioners,

Enclosed are price quotes for a fire/waterproof safe for use in the Sheriff's Tax Office.

The lowest priced one is sufficient to house 60-90 days of checks until they can be shredded. If you could find another for a better price, that would be fine. Please just make sure that it is fire/waterproof.

When you have reached a decision, I will contact CNB Bank, so that they can set up for the check scanner to be installed.

Thank you,

A handwritten signature in black ink that reads "Kim Michael, ctd".

Kim Michael, ctd
Morgan County Sheriff's Tax Office

MORGAN COUNTY COMMISSION
AGENDA REQUEST

DATE OF REQUEST: 2/01/13

NAME: Debra Kesecker, County Clerk

ADDRESS: 77 Fairfax St., Rm 102

HOME PHONE: 304-258-8547

BUSINESS PHONE:

DATE OF MEETING REQUESTED: 2/07/13

TOPIC (S) OF DISCUSSION:
School levy election

SPECIAL EQUIPMENT NEEDS (i.e. Powerpoint, etc.) _____

* Please include any handouts or material that will be discussed or presented to the County Commission. Thank you !

Admin Report 2.7.12

1. Computer policy
2. Attendance policy
3. Goals