

FORT MONROE AUTHORITY
August 23, 2010 ~ Meeting Minutes

The Fort Monroe Authority (FMA) Board meeting was held on August 23, 2010, at the Bay Breeze Community Center on Fort Monroe.

I. ADMINISTRATIVE MATTERS

A. Opening Remarks and Introductions. Mr. Bill Armbruster, Executive Director of FMA.

Mr. Armbruster began the opening comments at 1:15 p.m.

B. Legal Instructions – Steve Owens, Office the Attorney General

Mr. Owens stated a number of Board members needed to be sworn in. Mayor Ward arranged for Councilman Kearney, Terrie Suit, Secretary Domenech, Senator Miller, Delegate Gear and herself to be sworn under oath by the City of Hampton Clerk of Court. Mr. Owens stated once the process was complete the Board would elect an Acting Chairman as required in the current by-laws. Mr. Owens stated the by-laws also call for the Chairman to appoint a nominating committee that would adjourn and decide on a slate of officers for the Board. He also stated there were a few resolutions that would help with some organizational aspects of the Board including; reappointment of Mr. Armbruster as the Executive Director, approval of the by-laws that were previously adopted by the Fort Monroe Federal Area Development Authority (FMFADA), and the appointment of Assistant Treasurer and Assistant Secretary to the Board.

Mr. Owens stated there were a number of resolutions in the Board packets and before the Board elected officers there was a requirement to appoint a Secretary/Treasurer. In addition, Mr. Owens stated the board was able to appoint an Assistant Secretary who would take minutes of the meetings and an Assistant Treasurer who would provide financial reports. He stated the FMA was proposing that two staff members be appointed to those assistant positions; John Hutcheson, Director of Operations as Assistant Treasurer and Nia Lissimore, Executive Assistant as the Assistant Secretary. Mr. Owens stated the Board also needed to vote on the position of Acting Chairman of the Board until such sign as a successor could be elected to serve a full term.

MOTION: A motion was made by Mr. Campbell to nominate Terrie Suit to serve as Acting Chairman. The motion was seconded by Doug Domenech.

A roll call vote was completed to accept Ms. Suit as the Acting Chairman. The result of the vote was as follows:

Ayes: Colin Campbell, Ms. Cantrell for Secretary Cheng, James Church, Secretary Domenech, Delegate Gear, Councilman Kearney, John Lawson, Kim Maloney, Senator Miller, Mayor Ward.

Nays: None.

Absent: G. Robert Aston, Jr.

Chairman Suit stated she was going to move forward and appoint a nominating committee followed by a brief recess so the nominating committee could discuss the permanent election of Chairman and other officers. Ms. Suit appointed Mayor Ward, Senator Miller, Secretary Domenech, Kim Maloney and Colin Campbell to the nominating committee.

Following the recess Mr. Campbell stated the nominating committee recommended Terrie Suit to serve as Chairman, John Lawson to serve as Vice-Chairman and Robert Scott to serve as the Board Secretary/Treasurer.

MOTION: Ms. Suit asked for a motion to vote in block on the nominating committee's recommendations. The motion was approved unanimously. Ms. Suit then appointed Mayor Ward and

Delegate Gear as two additional members of the executive committee. Ms. Suit stated an official roll call would be completed by the Assistant Secretary to the Board.

Roll Call: Nia Lissimore, Assistant Secretary to the Board

Present: Chairman Terrie Suit, Vice-Chairman John R. Lawson, Colin G. Campbell, Carrie Cantrell for Secretary Jim Cheng, Delegate Tom Gear, Senator John Miller, James Church, Secretary Domenech, Councilman Ross Kearney, Mayor Molly J. Ward, Kim Maloney.

Garrison Commander Colonel Anthony Reyes was also present.

Absent:

G. Robert Aston, Jr.

Chairman Suit stated she was going to rule on another matter; Secretary Cheng was not in attendance but he was previously sworn in as a board member. His position on the board is by virtue of statute. His Deputy, Carrie Cantrell was in attendance and delegated by his proxy which was in proper order.

- C. Treasurer's report. Mr. John Hutcheson, FMA Director of Operations.** Mr. Hutcheson reviewed the financial statements from June 30th. Appendix I. The first financial statement reviewed was the income statement. Mr. Hutcheson stated the report reflected a surplus of cash totaling \$203,000 in the current operating year's budget. He stated the board should keep in mind that they were reviewing cash based financials. Mr. Hutcheson also reviewed the balance sheet which reflected \$120,000 on deposit as of June 30th. He noted that in past FMFADA board meetings he informed them that the large cash balances previously reviewed would dwindle away as consultants were paid throughout the fiscal year. As of July 30th the cash balance was back up to \$399,000 largely because the Authority received their first quarter appropriation and an OEA grant payment. Mr. Hutcheson stated FMA has been working closely with the OEA to secure grant money and once complete, a revised budget will be presented to the Board for approval. In addition the Auditor for Public Accounts (APA) has responsibility for the FY10 audit and after issuing an RFP they selected a new auditor. The draft for the new audit is due to the finance committee by September 30th with the final draft due by October 15th.

D. Approval of Minutes from June 24, 2010 Meetings

Chairman Suit stated minutes were on the agenda as an action item for the previously constituted organization's (FMFADA) meeting. The new organization (FMA) could not approve those minutes due to the fact that none of the new members were members of the FMFADA board. Ms. Suit stated the Board will file them for the record. Appendix II.

II. REPORTS & BRIEFINGS

Chairman Suit invited the FMA Executive Director Bill Armbruster to come forward and give his remarks.

- A. Executive Director's Remarks, Bill Armbruster.** Mr. Armbruster stated the next proposed meeting for the Board will be an all day workshop in September. Mr. Armbruster briefed the Board on the following activities of the FMA since the previous Fort Monroe Federal Area Development Authority (FMFADA) Board meeting on June 24, 2010: staff actions, conferences/visits, public meetings, infrastructure, National Park Service (NPS) update, and Board Opportunities. Appendix III. Mr. Armbruster stated legislation requires that the board of trustees hold a minimum of four meetings per year. Mr. Armbruster stated the FMA was looking to get assistance from the board with committees and advisory groups that are chartered with specific issues, challenges and projects.

- B. Army Update. Colonel Anthony Reyes, Garrison Commander.** Colonel Reyes stated the Garrison Command is currently working on leases for the Casemate 22, Quarters 63 (A&B), and Quarters 14. In addition, the Building 49 license is complete. He also stated the Garrison Command is working to ensure that all leases and tenants will exit Fort Monroe by September 15, 2011. Colonel Reyes invited the Garrison Command's Director of Public Works, Robin Mills to give a review on the Programmatic Agreement and environmental timeline.

Ms. Mills stated the Public Works department is currently working on mitigation studies that resulted from the historic Programmatic Agreement that has been in progress for the past three years. The agreement was a huge effort and negotiations with consulting parties will serve as a great tool in managing historic properties on Fort Monroe. Ms. Mills acknowledged that the Army is currently working on a survey and is in the final review stages with an estimated publication time of next month. In addition, historic nominations went to the state and the following have been accepted; The Moat, Old Quarters #1, Chapel of the Centurion, and Lee's Quarters.

Ms. Mills added that the Contraband Cemetery field work is complete and no contraband graves were found. The report will be available to consulting parties in the next 60 days.

Ms. Mills discussed one of the larger efforts that the Garrison Command has been working with FMA on; administrative records indexing. The project consists of scanning and indexing every map, survey, and infrastructure study the Army has on Fort Monroe. Once complete it will be turned over to the FMA for the future maintenance of the post. Ms. Mills stated the Public Works department is also working on a mothballing plan for building transfer upon Army vacancy. If for some reason the Army is unable to transfer buildings, in order to protect the historic assets, the Army would have to mothball them. The plan to mothball buildings will be coordinated with the consulting parties and FMA if necessary.

Ms. Mills stated the National Environmental Policy Act is required by BRAC and requires the Army to assess the federal impact of the disposal action. The Army has been doing an environmental impact study over the last 18 months and public meetings have been held. The Secretary signed the policy on August 9th and it is currently going through the remaining administrative processes including being published in the federal register and becoming available to the public.

- C. Legal update. Steve Owens, Office of the Attorney General (OAG).** Chairman suit stated Mr. Owens would give a legal update but she wanted to recognize Mayor Ward for a motion.

MOTION: Mayor Ward suggested that the amended PPEA guidelines, amended By-Laws and the VRS benefit resolution be deferred until the next meeting in order to give Board members a chance to discuss and review them. The motion was seconded by Councilman Kearney.

Questions/comments: Delegate Gear asked why Mayor Ward wanted to backtrack on the VRS resolution. Mayor Ward stated she did not think the Board had enough time to contemplate what the ramifications were. Mr. Owens stated the VRS resolution was informational and did not require action. He also stated that the PPEA guidelines were previously adopted by FMFADA and amended only to reflect the change to FMA.

AMENDED MOTION: Mayor Ward amended her motion defer action to the next meeting on the by-laws so the board has an opportunity to fully review and discuss them. The motion was seconded by Councilman Kearney and voted on unanimously.

Mr. Owens directed the Board to the Executive Director Resolution. The resolution appointed William (Bill) Armbruster as Executive Director and delegates to the Executive Director the power to execute agreements, the power to implement policies/procedures and the power to carry out decisions by the Board. Appendix IV.

MOTION: A motion was made by Ross Kearney to appoint William Armbruster as Executive Director to the Fort Monroe Authority. The motion was seconded by Mr. Campbell and unanimously approved by the Board.

Mr. Owens directed the Board to the amended PPEA guidelines (the required guidelines under the Public Private Education Infrastructure Act of 2002). The guidelines were previously adopted for the FMFADA and the current amendments revise the guidelines to be effective for the FMA. The PPEA allows the FMA to consider unsolicited PPEA proposals and to solicit for PPEA proposals.

Questions/Comments: Senator Miller asked if there were any changes beyond changing the name of the authority on the guidelines. Mr. Owens said he did not believe there were.

MOTION: Mr. Lawson made a motion to adopt the amended PPEA guidelines. The motion was seconded by Delegate Gear. The motion was approved unanimously.

Mr. Owens directed the board to the D&O resolution. Mr. Owens stated the resolution was for the Authority to purchase director and officers insurance. The insurance provides protection for the FMA directors and officers and keeps them from being held personally responsible for any consequences that may arise from legal actions taken on behalf of the Board in an official capacity.

Questions/Comments: Ms. Suit asked if Mr. Owens knew what the insurance would cost the Board. Mr. Owens stated it was \$2900 according to the State Director of Risk Management.

MOTION: A motion was made by Mr. Campbell to adopt the D&O resolution. The motion was seconded by Senator Miller and unanimously approved by the Board.

Mr. Owens directed the board to the VRS resolution that was tabled at the last FMFADA Board meeting. Mr. Owens stated at the last FMFADA meeting there was a resolution presented to the board for FMFADA to pick up the retirement contributions for FMA employees. However it was realized that language in the Appropriations Act had never been changed. The language in the Appropriations Act applies to the FMA for the entire fiscal year (FY10) and will pay the pension benefits for employees hired prior to July 1, 2010. Any employee hired after July 1, 2010 will pay their own pension contribution mirroring state employees.

Questions/Comments: Delegate Gear asked if FMA or the employees were going to pay the 5% contribution. Mr. Owens stated the previously tabled resolution was for the FMFADA to pay the 5% retirement contribution for all employees however that resolution is no longer viable because the option is not available for the FMA according to the budget which trumps all other laws.

Mr. Owens requested that the board take action on the Assistant Secretary and Assistant Treasurer resolutions.

MOTION: A motion was made by Councilman Kearney to appoint John Hutcheson as Assistant Treasurer and Nia Lissimore as the Assistant Secretary to the FMA Board. The motion was seconded by Delegate Gear. The motion was unanimously approved.

Mr. Owens asked the Chairman if she would like to appoint the Finance Committee members. Chairman Suit stated that some of the members still needed to be asked if they wanted to serve on the committee. Mr. Armbruster stated they received responses from three potential finance committee members. Ms. Suit stated they would move forward and appoint the three members who served on the past committee and were highly recommended by the Executive Director based on their experience and knowledge of the FMA's finances. Those nominated were; Robert Shuford, Robert Scott, and Secretary Brown.

MOTION: A motion was made by Councilman Kearney to appoint Robert Shuford, Robert Scott and Secretary Brown to the Finance Committee. The motion was seconded by Secretary Domenech. The motion was unanimously approved.

Questions/Comments: Mayor Ward asked if the Chairman had the authority to appoint her own finance committee. Chairman Suit stated she does indeed have the authority. Mayor Ward stated she would like a representative from the City of Hampton on the Finance Committee due to the financial impact and taxing authority issues associated with the City of Hampton. Chairman Suit stated it could be done and Mayor Ward could provide a recommendation to her. Mr. Campbell asked if Mr. Aston would also be appointed to the Finance Committee. Chairman Suit stated she would ask him to serve. Mr. Owens noted it was not clear that the Chairman has the authority to appoint a Finance Committee and it may be an issue that the board would have to review when they take a closer look at the by-laws.

D. Environmental Cleanup Update. Rick Weeks, Virginia Department of Environmental Quality and Julie Carver, Matrix Design Group.

Ms. Carver of Matrix Design Group briefed the board on the current environmental cleanup of historical chemical contamination and historical emissions related contamination at Fort Monroe. Appendix V.

Mr. Weeks of VDEQ stated the cleanup process consisted of reviewing documentation followed by an investigation of hot spots, in-depth assessments, and a cleanup plan. Mr. Weeks added that if a cleanup is required it would be completed and then followed up on soon after. Mr. Weeks stated there are a number of opportunities for public involvement allowed during the cleanup process and administrative records are kept at the local libraries. Mr. Weeks also stated there are public notices prior to proceeding with cleanup. Mr. Weeks stated there were two types of cleanup activities that are common; conventional pollutants cleanup and emissions/explosives cleanup. Mr. Weeks stated so far a lot of work and assessment has been done at Fort Monroe.

Questions/Comments: Delegate Gear asked what happens if some contamination is missed during the cleanup and found 25 years from now. Mr. Weeks stated the Army would come back and clean it up.

Ms. Carver stated Fort Monroe has unique environmental contamination specifically contamination related to munitions and explosives of concern (MEC). Ms. Carver stated that the majority of munitions are discarded military munitions and ammunition constituents. The majority of munitions found have been randomly discovered during construction activities. Ms. Carver stated a number of investigations have been performed in order to determine the amount of MEC on various areas of Fort Monroe. Ms. Carver stated a total of 2300 different anomalies have been discovered after completion of the state of the art geophysical investigation of the site. Those anomalies exhibited an electromagnetic signal that could be indicative of munitions and explosive of concern. The majority of the items dug up were cultural debris and only two MEC items; a 10 inch canon ball and a 3 inch parrot round. In addition, 9 pieces of MEC debris were found. Ms. Carver stated she will brief the board on environmental cleanup at future meetings.

E. Public Programs Update. Scott Enter, Director of Public Programs.

Mr. Enter stated that as Director of Public Programs it is his job to coordinate all educational, interpretive activities and programming for FMA. Mr. Enter stated that currently they are inventorying the recreational, heritage and cultural assets that can be used for education and interpretation. Mr. Enter also stated he is working on OpSail 2012, the War of 1812, and the Interpretative Master Plan (IMP). The IMP is a roadmap for interpretative programming and educational partnerships. Mr. Enter stated it was completed during the prior board's term but not approved because it is a fluid plan. Mr. Enter noted the current focus while working on the IMP is partnerships, specifically defining the meaning of "partnership" in the IMP due to confusion in the past. Mr. Enter stated that public programs department is currently working on themes, increasing staffing, and coordination with NPS.

Mr. Enter stated that in addition to public programs he serves as the director of the 501(c)3 organization also called the Old Point Comfort Foundation. As part of the reuse of Fort Monroe it has been identified that certain organizations will only donate to non-profit entities with 501(c)3 status. Currently, paperwork has been submitted to the IRS for the 501(c)3 exemption. In addition 5 board members have been seated to the foundation; Bill Armbruster, Jeanne Zeidler, Bob Harper, Steve Owens, and Dana Dickens. Mr. Enter noted that more members will be seated in the future and FMA has asked the

Governor to recommend some individuals. Mr. Enter asked any board members that have suggestions on foundation members or an interest in serving to contact him.

Mr. Enter stated that he will be proposing 3 topics for advisory groups; 1. Interpretative services, designs, graphics, and fee structures 2. Recreational activities and events 3. African-American heritage focus group. Mr. Enter stated that if anyone was interested in serving on any of the advisory groups to contact him.

F. Heritage Assets Update. Cherilyn Widell, Director of Heritage Assets and Historic Preservations

Officer. Ms. Widell gave an update on heritage assets. Appendix VI. She stated when the Army marches out of Fort Monroe on September 15, 2011 the FMA will be stewards of extraordinary resources. Ms. Widell noted that Fort Monroe has been a national historic landmark district since the 1960s and the Army is updating its national historic landmark district nomination due to the Programmatic Agreement. Ms. Widell discussed the National Historic Preservation Act which created the national register of historic places and a process for federal agencies to follow when working with national historic districts. The Act requires federal agencies to work with a preservation officer and in some cases the public, to negotiate a programmatic agreement to figure out the best way to care for the property. Ms. Widell stated Kathleen Kilpatrick; the State Historic Preservation Officer for Virginia took a very personal and active role in the development of the Programmatic Agreement for FMA. Currently, the Programmatic Agreement is now a blueprint for the entire United States.

In addition, Ms. Widell reviewed the work performed by the Historic Preservation Advisory Group and the Natural Resources Advisory Group and the critical roles they played in heritage assets management. Ms. Widell stated recently the National Park Service (NPS) Chief of Tax Credit came to Fort Monroe to meet with the FMA staff and discuss how NPS can use historic properties at Fort Monroe.

Chairman Suit stated she would like to recognize Kathleen Kilpatrick, State Historic Preservation Officer (SHPO). Ms. Kilpatrick stated the FMA has an enormous foundation and at the next meeting she will give the board details of the programmatic agreement.

III. OLD BUSINESS

None

IV. PUBLIC COMMENT

Chairman Suit opened the Public Comment session.

V. NEW BUSINESS

There was no new business presented.

VII. ADJOURNMENT

Chairman Suit stated the next meeting is in September and will be an advance for new Board members.

Questions/Comments: Chairman Suit recognized Senator Miller for a comment. Senator Miller stated he wanted the Board to ensure that Fort Monroe is going to be economically sustainable.

Chairman Suit motioned for the meeting to be adjourned at 3:23p.m.

Respectfully submitted,

APPENDICES

APPENDIX I Financial Report

APPENDIX II June 23, 2010 Board meeting minutes

APPENDIX III Executive Director's Remarks

APPENDIX IV Legal Update

APPENDIX V Environmental Cleanup Update

APPENDIX VI Infrastructure Report for FY 2010

APPENDIX VII Heritage Assets Update

PUBLIC COMMENT

Mark Perreault representing Citizens for a Fort Monroe National Park. Mr. Perreault extended a thank you from his group and congratulations for what the FMA has accomplished since 2007. He emphasized that the public wants Fort Monroe to be a Grand Public Place.

Jim Neff, representing self. Mr. Neff stated he is a resident of Fort Monroe and a civilian. He also stated that he encourages individuals to walk the seawall and donate money to the FMA's 501(c)3 (Old Point Comfort Foundation) if they have an interest in Fort Monroe.