

**MINUTES OF THE
INDUSTRIAL DEVELOPMENT BOARD OF THE CITY OF OAK RIDGE**

November 5, 2012

A regular meeting of the Industrial Development Board of the City Oak Ridge, Tennessee, convened at 4:00 p.m. on November 5, 2012 in the Training Room of the Municipal Building. Chairman, William Biloski called the meeting to order.

ROLL CALL

The following members were present: William Biloski, Richard Chinn, Louise Dunlap, Chris Johnson, David Mason, Hal Osucha, Buzz Patrick and David Wilson. Mr. Harold Trapp was absent.

Also present were Kathy Barber, Oak Ridge Economic Partnership; Kim Denton, Oak Ridge Economic Partnership; Kenneth R. Krushenski, City Attorney; Ron Asher, Ridge Realty and Sandy Sexton, Executive Administrative Assistant. Mr. Sam Tate, NAI was absent.

APPROVAL OF AGENDA

Mr. Wilson made a motion to approve the agenda and Mr. Chinn seconded the motion. The motion carried unanimously.

APPROVAL OF MINUTES

Approved the minutes of the regular meeting on October 1, 2012 Mr. Mason made a motion to approve the minutes. Mr. Wilson seconded the motion. The motion carried unanimously.

Approved the minutes of the special meeting on October 11, 2012. Mr. Wilson made a motion to approve the minutes. Ms. Dunlap seconded the motion. The motion carried unanimously.

TREASURER'S REPORT

Mr. Biloski reported the September financial statement showed a balance of \$308,477.51 in the account. Mr. Mason made a motion to approve the report. Mr. Wilson seconded the motion. The motion carried unanimously.

The October financial statement showed a balance of \$305,438. Mr. Mason made a motion to approve the report. Mr. Wilson seconded the motion. The motion carried unanimously.

PROSPECT ACTIVITY REPORT

- a. Prospect Update - Ms. Denton reported that the prospect activity continues to be very slow. She stated there were a few prospects they were working on. She stated that the few projects that are out there are good ones, but just not enough of them. Ms. Denton stated that no one appears to be looking for office space but larger manufacturing air space.
- b. Babcock Services Update – Ms. Barber reported that the grant was approved and was forwarded back for their signature. Several more invoices are still forthcoming for payment.

ATTORNEY'S REPORT

Nucsafe PILOT Dissolution – Mr. Krushenski stated that prepared a draft letter to Nucsafe terminating their PILOT lease and was sent to Mr. Mamantov for approval. He stated that he would be in contact with Mr. Biloski for his signature once approved.

COMMITTEE REPORTS

- a. Finance Committee – Mr. Biloski moved this item under Old Business.

- b. Land Use Committee
 1. Horizon Center Landscaping/Sprinkler Committee Report – Mr. Osucha reported that the irrigation project is complete. He also reported that the bush hogging was completed. They also cleared the 10 acres near the Carbon Fiber Building. Mr. Osucha stated he was pleased with the work and it looks much better.
 2. Horizon Center Electrical Enhancement - Mr. Biloski stated that TVA has signed the easements. Mr. Suggs will look over them and then the paper work will be sent to Mr. Krushenski.
 3. NAI Marketing Report – Mr. Tate was not present.
 4. Ridge Realty Marketing Report – Mr. Asher presented to the board a list of several properties available in Oak Ridge. He stated that he has exchanged email correspondence with several prospects. These prospects are starting to look at constructions possibilities at Y-12 next year.

- c. Special Projects Committee
No report; no ongoing action.

- d. Spec Building Committee
Mr. Wilson reminded the board of the meeting with TVA on Wednesday and encouraged all members to attend.

OLD BUSINESS

- a. State of Tennessee Certified Sites Program - Ms. Barber stated they had a good visit with the site consultants and everything was moving right along.

- b. South Illinois Avenue Development TIF - No report; no invoices submitted.

- c. RRP "Right of First Refusal" Extension Request – Mr. Osucha reported that in December 2010, the Industrial Development Board entered into a Purchase and Sale Agreement for a 10 acre tract of land located in Horizon Center, which contained a First Right of Refusal and gave RRP the right to purchase an adjoining 10 acre tract of land. RRP has requested that the First Right of Refusal be amended to extend the agreement. Mr. Oscha stated the committee would like to make a recommendation not to extend the agreement for two (2) more years.

Mr. Johnson stated he was concerned with the lack of consideration and he does not agree to support their request.

Mr. Patrick made a motion to approve the RRP extending per their request through January 15, 2015. Mr. Osucha seconded the motion. After a brief deliberation, Mr. Wilson stated that he would like to amend the motion by asking the board to amend the guidelines so that RRP shall have ten (10) days to notify IDB in writing that they intend to exercise their right of refusal. And RRP shall close the purchase of Lot 3B2 within sixty-five (65) days after its Notice of Intent filed with the IDB, and that all parties shall execute the appropriate Lane Sale Contract for the purchase of said property. Mr. Patrick seconded the motion.

Mr. Biloski asked for the board to take a roll call vote.

The amendment carried with the following members voting "Aye" Dunlap, Johnson, Mason, Osucha, Patrick and Wilson. Mr. Biloski voted "Nay" and Mr. Chinn abstained.

Mr. Biloski asked for the board to take a roll call vote on the First Right of Refusal to expire on January 15, 2013.

The amendment carried with the following members voting "Aye" Dunlap, Johnson, Mason, Osucha, Patrick and Wilson. Mr. Biloski voted "Nay" and Mr. Chinn abstained.

A copy of the amended agreement shall remain as an attachment to November 5, 2012 meeting.

NEW BUSINESS - None

ADJOURN

Mr. Wilson made a motion to adjourn the meeting. Mr. Patrick seconded the motion. The Motion carried unanimously and the meeting adjourned at 4:50 pm.

APPROVED BY INDUSTRIAL DEVELOPMENT BOARD
December 3, 2012


Harold Trapp
Secretary/Treasurer

AMENDMENT TO PURCHASE AND SALE AGREEMENT
AND
FIRST RIGHT OF REFUSAL

COPY

WHEREAS, the Industrial Development Board of the City of Oak Ridge, Tennessee (IDB) and RRP, LLC entered into a Purchase and Sale Agreement dated December 30, 2010 for a 10 acre, more or less, tract of land located in Horizon Center, East Tennessee Technology Park (ETTP) a copy of this Agreement is attached as Exhibit A; and

WHEREAS, the Agreement contained a First Right of Refusal clause at Page 9, Paragraph 25, which gave RRP, LLC the right to purchase an adjoining 10 acre, more or less, tract designated as 3B2; and

WHEREAS, RRP, LLC by letter to the IDB dated May 16, 2012 requested that the First Right be amended to extend the First Right of Refusal; and

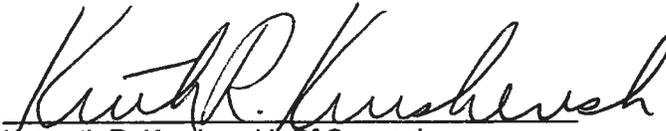
WHEREAS, at its November 5, 2012 meeting, the IDB voted to extend the Right and make additional changes in the terms of said Paragraph 25.

NOW, THEREFORE, THE ORIGINAL AGREEMENT DATED DECEMBER 30, 2010, PARAGRAPH 25, IS HEREBY AMENDED AS FOLLOWS:

1. The First Right of Refusal shall expire January 15, 2015.
2. RRP, LLC shall notify the IDB of its intent to exercise its right within ten (10) days of Notice of an offer to purchase being made to the IDB.
3. RRP, LLC shall close the purchase of Lot 3B2 within sixty-five (65) days after its Notice of Intent is filed with the IDB.
4. The Parties shall execute the appropriate Land Sale Contract for the purchase of said property.
5. All other Terms and Conditions of the Agreement remain unchanged.

This Amendment entered into this 15TH day of November, 2012.

APPROVED:


Kenneth R. Krushenski, Of Counsel
To the IDB

INDUSTRIAL DEVELOPMENT BOARD
OF THE CITY OF OAK RIDGE, TENNESSEE

By: 
William J. Biloski

Title: Chairman

RRP, LLC

By: _____

Title: _____