

Agenda Item VII. A.

Meeting Date: May 2, 2017

Department: County Administrator

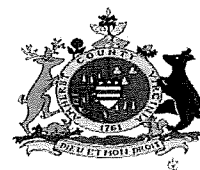
Issue: **EDA as Agent for Winton Development**

Board Action: The Board is being asked to adopt a resolution appointing the EDA as its agent to explore development options for Winton CC.

Attachment: Resolution 2017-0023-R

Summary: Pursuant to direction of the Board at its last meeting, outside counsel has been retained to assist in the pursuit of development options for the Winton Country Club (WCC) property. Mr. H. (Sam) Darby of the Roanoke law firm of Glenn, Feldmann, Darby & Goodlatte is now representing the county in this matter. Working in conjunction with the EDA's counsel, Mr. Ted Craddock, the proposed resolution has been developed to accomplish the Board's purpose.

Recommendation: That the Board adopt Resolution 2017-0023-R.



Amherst County Board of Supervisors
County Resolution No. 2017-0023-R

For consideration on May 2, 2017

A RESOLUTION, NO. 2017-0023-R

A resolution, regarding best purposes for property now under lease to Winton Country Club and Golf Course, Inc.

Approved as to form by the County's Special Counsel

BE IT RESOLVED BY THE BOARD OF SUPERVISORS OF THE COUNTY OF AMHERST, VIRGINIA:

I. That the Board of Supervisors of Amherst County, Virginia, (the "County") having thoroughly reviewed the status of its property now under lease to Winton Country Club and Golf Course, Inc. (the "Property") and having thoroughly considered the needs of the County and the best purposes for the use of said Property, does hereby adopt the following Resolution:

WHEREAS, heretofore in 1967 the County accepted an anonymous gift of \$102,000 given for the purpose of purchasing the 286 acre farm identified by the donor (the "Property") to enable the County to lease the Property to Winton Country Club and Golf Course, Inc., a Virginia non-stock, non-profit corporation (the "Corporation") and to be used by said corporation to operate a country club and golf course available to the citizens of Amherst County, Virginia; and

WHEREAS, the County and its counsel and advisors have been uncertain about the alienability of the Property and whether or not it is bound or restricted by the terms of the gift or other trust doctrine or limitation; and

WHEREAS, it is apparent to all concerned that the continued operation of a country club and golf course by the Corporation is economically untenable given the reduced usage, diminished fees and revenues, and increasing debt; and

WHEREAS, the Board of Supervisors wishes to remove itself from the role of principal negotiator with potential buyers or developers of the Property and place the County's Economic Development Authority, respected for its business acumen and ability to pursue the best long term interests of the County, in the role of the County's agent with regard to the future of the Property; and

WHEREAS, the Economic Development Authority is already vested with the authority to negotiate with businesses or individuals and to provide certain economic incentives as it promotes economic development within the County; and

WHEREAS, the County has determined to ask the Economic Development Authority of Amherst County, Virginia (the "EDA"), to go forward and ascertain and determine the best use of the

Property, to the extent, if necessary, of bringing a *cy pres* or other court proceeding for a judicial determination of the alienability of the Property and the terms thereof; and

WHEREAS, the Board of Supervisors has sought and retained special counsel in the Roanoke, Virginia, law firm of Glenn, Feldmann, Darby & Goodlatte and, in particular, Harwell M. Darby, Jr. of said firm to represent the County and the EDA for such purposes.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF SUPERVISORS OF THE COUNTY OF AMHERST, VIRGINIA, THAT:

1. The EDA take responsibility for the task of discerning and negotiating an appropriate use, application, lease or conveyance of the Property; provided, however, that the EDA shall not have power or obligation to operate the Property as a business, other than as a lessor;
2. The County and/or the EDA, as appropriate, initiate such legal proceedings as shall be necessary and convenient to bring the matter before the appropriate court, notifying the Attorney General of Virginia and any other interested parties and stakeholders and, in particular, advertising the suit as required by law, and taking such further action as shall be necessary or convenient to determine the alienability of the Property and the terms upon which it can be leased or otherwise conveyed;
3. The EDA, with the County Administrator's assistance, proceed apace with negotiations with whatever developers or purchasers as may be interested in the Property;
4. The negotiation by the EDA of the disposition or other application of the Property be coordinated with the court proceeding so as to request the minimum possible revision of the original conditions of the gift, if any, and at the same time the maximum benefit to the County and to its citizens for the use and application of the Property; and
5. The County does hereby hire the law firm of Glenn, Feldmann, Darby & Goodlatte and approve of its engagement letter signed by the County Attorney on April 24, 2017, and does authorize and direct Glenn, Feldmann, Darby & Goodlatte, the County Administrator, the Economic Development Authority of Amherst County, Virginia, as well as County administrative staff to move forward as expeditiously and economically as possible to achieve and attain the ends this Resolution.

II. That this resolution shall be in force and effect upon adoption.

Adopted this 2nd day of May, 2017.

Claudia Tucker, Chair
Amherst County Board of Supervisors

ATTEST:

Dean C. Rodgers, Clerk
Amherst County Board of Supervisors

Ayes _____

Nays _____

Abstentions _____