

**Greater Alexandria Economic Development Authority
Special Call Meeting Minutes**

Minutes: Meeting of Thursday, April 25, 2024

Present: Mr. Greg Upton, Chair; Dr. Curtis Lewis, Vice Chair; Mrs. Paula Katz, Secretary/Treasurer; Mr. John Carroll, Mr. Chris Patel, Mr. Ronald Morgan, Mr. John Callis

The special call meeting of the Greater Alexandria Economic Development Authority's was called to order by Commissioner Upton at 1:30 p.m. Executive Director Angela Varnado called the roll. A quorum was present.

It was moved by Commissioner Lewis and seconded by Commissioner Morgan to reconsider the motion to terminate the November 21, 2023 General Counsel Engagement Agreement with The Law Office of Tiffany N. Sanders, effective immediately, with instructions to Tiffany N. Sanders and The Law Office of Tiffany N. Sanders to immediately (i) cease and terminate all representation of the Greater Alexandria Economic Development Authority; and (ii) withdraw as counsel of record in any and all litigation, mediations, arbitrations or administrative hearings involving the Greater Alexandria Economic Development Authority. A discussion was held. A roll vote was as follows:

Commissioner Upton -No

Commissioner Katz- Yes

Commissioner Lewis- Yes

Commissioner Carroll- No

Commissioner Patel -No

Commissioner Morgan- Yes

Commissioner Callis- Recused

There being no further comments, motion failed 3 to 4.

It was moved by Commissioner Callis and seconded by Commissioner Carroll to consider the termination of the November 21, 2023 General Counsel Engagement Agreement with The Law Office of Tiffany N. Sanders, effective immediately, with instructions to Tiffany N. Sanders and The Law Office of Tiffany N. Sanders to immediately (i) cease and terminate all representation of the Greater Alexandria Economic Development Authority; and (ii) withdraw as counsel of record in any and all litigation, mediations, arbitrations or administrative hearings involving the Greater Alexandria Economic Development Authority. A discussion was held. A roll vote was as follows:

Commissioner Upton -Yes

Commissioner Katz- No

Commissioner Lewis- No

Commissioner Carroll- Yes

Commissioner Patel -Yes

Commissioner Morgan- No

Commissioner Callis- Recused

There being no further comments, the motion passed by 4 to 3 votes.

The matter to discuss the creation of a Transition Committee to commence the process of hiring a permanent Executive Director. The Transition Committee would (i) develop a job description for the Executive Director position; (ii) determine a compensation package for the Executive Director position to include a salary range and benefits; (iii) establish a time line for posting the job opening, receiving and reviewing resumes/applications, and making recommendations to the GAEDA Commission; and (iv) publish in the appropriate places the job opening, receive and review resumes/applications, and make recommendations to the GAEDA Commission in accordance with the established time line was not taken up for discussion.

A roll call vote was as followed to enter into Executive Session to discuss the threat of litigation in the letter from Allison Jones, attorney for Angela Varnado, dated April 15, 2024, addressed to the Mayor of Alexandria, the members of the Alexandria City Council and the members of the GAEDA Board of Commissioners and further to discuss the lawsuit filed in the 9th Judicial District Court on April 19, 2024 entitled John Callis v. Greater Economic Development Authority and Angela Varnado, Suit No 279-724:

Commissioner Upton -Yes

Commissioner Katz- No

Commissioner Lewis- No

Commissioner Carroll- Yes

Commissioner Patel -Yes

Commissioner Morgan- No

Commissioner Callis- Yes

There being no further comments, the motion failed for lack of a two-thirds vote.

There being no further business to come before the Board, the meeting was adjourned at 2:45 p.m.