

Board of Directors Meeting Minutes
February 11, 2026

The Cumberland County Industrial Development Authority met at 170 Stover Drive, Carlisle, PA 17015

BOARD OF DIRECTORS' ATTENDANCE:

Kenn Tuckey, Sarah Battisti, Parker Kuhns, John Murphy, James Ross, George Tyson, and Charles Wilson

OTHER ATTENDEES:

Michael Pykosh, Kevin Benton, and John Owens

CAEDC: Greg Welker, Alyssa Smith, and Doreen Edwards

CALL THE MEETING TO ORDER

The Chairman confirmed a quorum, and the meeting was called to order at 12:04 p.m.

SECRETARY'S REPORT

Meeting Minutes

On a motion by James Ross, seconded by John Murphy, the Board approved the January 14, 2026, meeting minutes as presented. The motion passed with no objections or abstentions.

TREASURERS REPORT

Financial Statements

Kevin reviewed the Profit and Loss Statement for January 2026. He provided an update on cash balances, receivables, and the status of the Line of Credit. Kevin reported the following:

- Total ending balance (as of January 31): \$94,000
- Mid Penn Bank account balance: \$82,900
- S&T Bank checking account balance: \$11,100

Income / Expense Summary (January 2026):

- Administrative fees collected: \$1,000
- Legal expenses: \$1,827
- Interest income and expense were minimal
- Net cash outflow for January: \$1,019

On a motion by Sarah Battisti, seconded by Parker Kuhns, the Board accepted the financial statements for the period ending January 31, 2026. The motion passed with no objections or abstentions.

Invoices for Payment

Kevin reported that the invoice from Dethlefs-Pykosh Law Group, LLC (DPLG) was presented for the Board's consideration. Discussion followed regarding the billing structure for two additional invoices related to the Organic Remedies and Pacifica projects. The Board agreed that invoices for the Organic Remedies and Pacifica projects will be billed directly by DPLG to the respective projects for payment, rather than processed through CCIDA.

On a motion by John Murphy, seconded by Sarah Battisti, the Board approved payment of the DPLG invoice and the revised billing structure for the Pacifica Mechanicsburg and Organic Remedies projects. The motion passed with no objections or abstentions

The past due conduit/administrative fee invoices submitted for payment to CAEDC were tabled. The motion passed with no objections or abstentions.

OLD BUSINESS

Active RACP Projects and Status:

Alyssa Smith updated the Board on any action that occurred during January 2026 and noted it in the document provided in their meeting packet.

The Board discussed the Mayapple RACP Project (Pavilion-South Middleton Township). The consultant for this project has notified Greg Welker that they are no longer moving forward with the pavilion project stating that the

cost of construction is too high. Greg Welker stated that the project funding originated as a South Middleton Township capital itemization in the Capital Itemization Act; the CCIDA served as the grantee (as an eligible organization). Mayapple has requested that the CCIDA relinquish the role of grantee and consent to assignment of the grant to South Middleton Township to aid in developing their community center. Greg stated that the parties have indicated that they do not expect previously paid CCIDA Administrative fees to be returned, but no additional administrative fee income will be generated.

The Board indicated that this matter does not require action today, however, it will be included on the next meetings agenda for formal consideration.

NEW BUSINESS

Cooperation Agreement – Gettysburg Road Investors, LLC

Greg Welker stated that this is the tri-party agreement that was approved in 2024. All other parties have signed. The Board was asked to authorize the Chairman to sign on behalf of the CCIDA so the document can be submitted to the Office of the Budget for RCAP compliance.

On a motion by Parker Kuhns, seconded by Sarah Battisti, the Board authorized the Chairman to sign the Cooperation Agreement with Gettysburg Road Investors. The motion passed with no objections or abstentions.

Cooperation Agreement – Pacifica Mechanicsburg, LLC

On a motion by Parker Kuhns, seconded by John Murphy, the Board authorized the Chairman to sign the Cooperation Agreement with Pacifica Mechanicsburg, LLC. The motion passed with no objections or abstentions.

Selective Insurance – General Liability Renewal

The Board reviewed the CCIDA General Liability Insurance, a copy provided in the members' meeting packet. Coverage Limits Reviewed:

- General Aggregate: \$2,000,000
- Products/Completed Operations Aggregate: \$2,000,000
- Personal & Advertising Injury: \$1,000,000
- Damage to Premises Rented: \$500,000
- Medical Payments: \$15,000
- Deductible: \$250 (annually)

The policy is scheduled to renew in March, and payment is required before the next Board meeting. It is noted that this particular policy does not include cyber coverage. An inquiry was made about the Directors & Officers Insurance. It was disclosed that the Directors and Officers policy renews separately in May 2026.

On a motion by James Ross, seconded by Sarah Battisti, the Board authorized the renewal of the General Liability Insurance with Selective Insurance. The motion passed with no objections or abstentions.

Resolutions 2026-1 & 2026-2

Resolution 2026-1 – TIF Administrative Expense was presented for approval. The Tax Increment Financing (TIF) collections are reviewed by MuniCap, an independent third-party administrator. The payment request represents an invoice from a prior period that was not previously submitted. Going forward, invoices will be submitted on a quarterly basis rather than monthly.

During the Board discussion, it was noted that TIF fund balances continue to increase as additional fees are collected. General questions were raised regarding the terms of the TIF agreement and the potential for termination. The Solicitor, Michael, agreed to review the TIF documents and provide a general summary at the next Board meeting.

On a motion by Sarah Battisti, seconded by John Murphy, the Board approved Resolution 2026-1 and Administrative Expense Requestion #1 [2026] payable to MuniCap in the amount of \$1937.50. The motion passed with no objections or abstentions.

Resolution 2026-2 – Recording of Meetings

CCIDA Solicitor, Michael Pykosh, presented a resolution establishing the policy for the recording of board meetings and the destruction/retention of those recordings.

Background information was provided indicating that Doreen will record Board meetings to assist in the preparation of accurate minutes. Under Pennsylvania's Right-to-Know Law (as amended circa 2009), audio and video recordings are considered public records and must be retained unless a board adopts a resolution establishing a destruction policy. Common practice among municipalities is to retain recordings only until meeting minutes are formally approved, after which the recording may be destroyed. In summary, the recording of each meeting shall be retained until the minutes of that meeting are approved by the Board, at which time the recording may be destroyed/erased.

On a motion by Sarah Battisti, seconded by Charles Wilson, the Board approved Resolution 2026-2. The motion passed with no objections or abstentions.

Confidentiality Agreement, Code of Conduct, and Code of Ethics

Drafts of the Confidentiality Agreement, Code of Conduct, and Code of Ethics, tailored for the CCIDA based on existing model documents. Due to the volume of material, the Board agreed to readdress these forms at the March Board meeting.

Following the meeting, Doreen will distribute summaries of each document explaining what members would be agreeing to upon signing.

Mid Penn Bank – Line of Credit Status Report

Kevin provided an informational update on the IDA's line of credit:

- Total line of credit: \$75,000
- Current principal balance: approximately \$33,000
- Available credit: approximately \$41,900
- Original date: September 27, 2023
- Maturity date: June 2049
- Interest rate: 6.75%
- Current interest payer: a related party (under a separate agreement) is paying the interest on behalf of the CCIDA
- Average monthly payment: \$190–\$213
- Interest paid in 2025 to date: \$2,485.83

The Board discussed whether to pay down the principal. The consensus was to leave the line of credit in place and continue current payments, as the party responsible for reimbursing the CCIDA is ultimately liable for the principal balance. The Board noted the importance of maintaining liquidity in the checking account.

Summerdale Update

There was a limited formal update on the Summerdale project. The following items were noted:

- No significant developments since the last meeting; a full update is expected at the next meeting.
- The Chairman reported a general, informal conversation with Andy (developer/representative), who indicated they are working with their bank on a potential arrangement. Specifically, they are exploring whether the bank would agree to release a portion of the sale proceeds to the CCIDA upon each property sale, rather than waiting for the bank's full loan to be repaid.
- George Tyson reported attending a recent meeting of East Pennsboro Township, where Central Penn College had a request pending for a text amendment to their zoning ordinance. The current board did not appear supportive of zoning modifications. This is relevant to future development potential in the Summerdale area, as any residential expansion would require a zoning ordinance amendment.
- The Summerdale properties are currently zoned TND (Traditional Neighborhood Development), which requires a mix of 3–4 development types. Additional residential locations beyond the current limits would require a specific amendment.

ADJOURNMENT

On a motion by Parker Kuhns, seconded by Sarah Battisti, the meeting was adjourned at 12:33 p.m.

After the meeting was initially adjourned, the Chair reopened the meeting at 12:34 p.m. to address the PennDOT Multimodal Transportation Fund Disbursement – Summerdale.

The CCIDA was asked to authorize the final disbursement of PennDOT Multimodal Transportation Fund grant funds in the amount of \$227,000 to the Summerdale Group. This item was overlooked under Summerdale Update.

On a motion by Parker Kuhns, seconded by Sarah Battisti, the Board authorized the Board Chair to sign the final PennDOT Multimodal disbursement of \$227,000 to the Summerdale Group. The motion passed with no objections or abstentions.

On a motion by Parker Kuhns, seconded by Sarah Battisti, the meeting was adjourned at 12:35 p.m.