

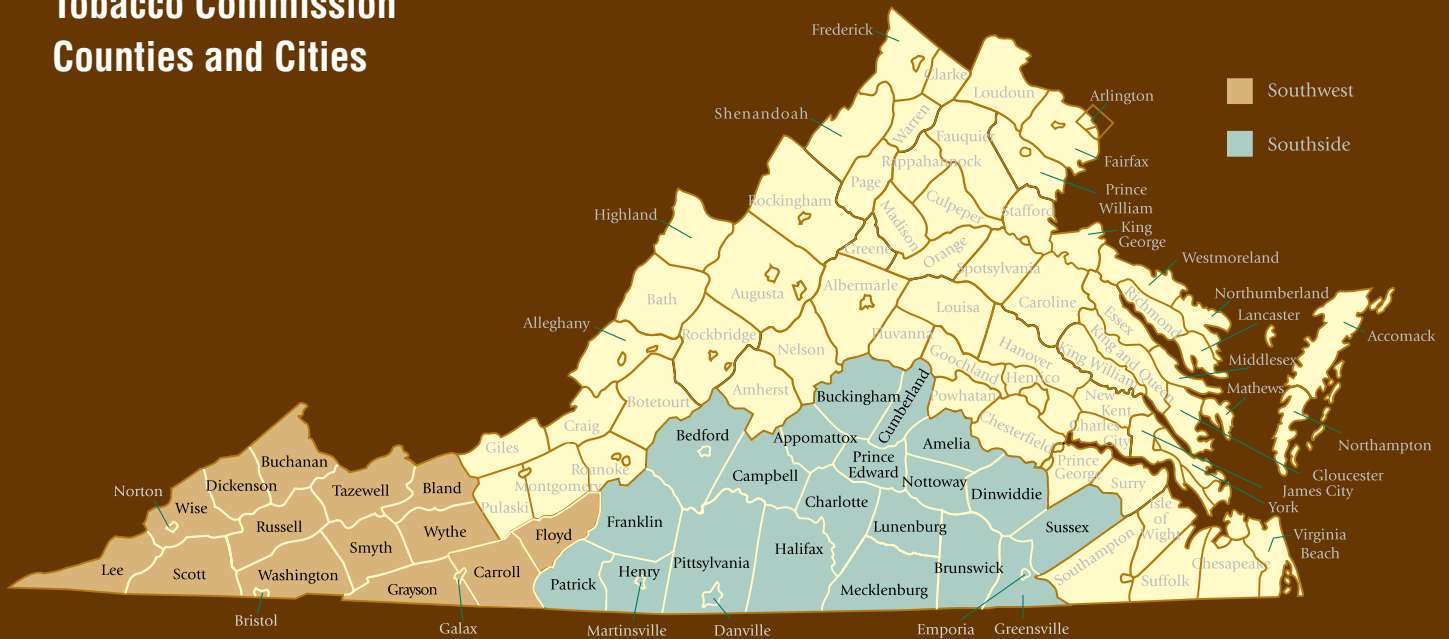


VIRGINIA TOBACCO
Indemnification and
Community Revitalization
COMMISSION

ANNUAL REPORT
FISCAL YEAR 2013



Tobacco Commission Counties and Cities



Changing the Future of Healthcare in the Tobacco Region

In 2013 the Commission began making strategic investments that expand access to healthcare services for tobacco region residents and continued more than a decade of commitment to the training and education of healthcare professionals. Special projects grants helped equip a new cancer radiation therapy center at Community Memorial Hospital in Mecklenburg County and construct a new Center for Medical and Health Sciences at Liberty University in Campbell County.



Photo courtesy of Patrick Love of the South Hill Enterprise



COVER PHOTOS:

Top: Spearhead Trails received southwest economic development and special projects grant funds to develop a regional network of trails in eight southwest localities. The regional trail system has been featured on the outdoor channel and opened its first 60 plus mile segment in June 2013.

Center: The Mid-Atlantic Advanced Manufacturing Center is a regional revenue sharing megasite among Greenville, Mecklenburg, and Emporia. The 1,500 acre property fronting I-95 is the only megasite certified in Virginia by CSX and received southside economic development, special projects, and megasite grant funds. Photo courtesy of Timmons Group.

Bottom: The Clean Energy Research and Development Center in Washington County received research and development and special projects grant funds to help grow the Southwest Virginia economy by the attraction and expansion of energy technology companies. The 15,000 square foot LEED certified center is under construction and is anticipated to be operational in 2014.



The Honorable Terry G. Kilgore
Chairman

The Honorable Frank M. Ruff
Vice Chairman



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Virginia Tobacco Indemnification and Community Revitalization Commission

October 1, 2013

To the Governor and Members of the General Assembly of Virginia:

The close of fiscal year 2013 marks the Commission's 14th year of promoting economic growth in the Commonwealth's most challenging economic region. Thanks to your vision in creating this Commission, our long-term objectives of indemnification and revitalization are steadily becoming a reality. On behalf of the Commission, I am pleased to report our progress to you in this *Annual Report*.

Tobacco growers and quota owners in Virginia endured unprecedented losses since the *Master Settlement Agreement* was reached in 1998. The aggregate loss was determined to be \$479 million and as of June 2012, the Commission, together with other sources, has indemnified 100% of that loss. This effort alone has made unparalleled improvements in the economy of Virginia's tobacco region.

The Commission's efforts to revitalize tobacco communities have taken many forms, as you will see in the pages that follow. In the year ending June 30, 2013, the Commission committed over \$100 million to 109 different economic development projects serving 34 counties and 7 cities in Virginia's tobacco belt.

On behalf of the Commission, I am grateful for your continued support and understanding of our mission and look forward to another year of partnership with you in bringing renewed prosperity to this area of the Commonwealth that we are privileged to serve.

Sincerely,

Terry G. Kilgore
Chairman



The Birthplace of Country Music Alliance received southwest economic development and special projects grant funds to establish a museum in Bristol. Anticipating 75,000 visitors to the area annually, museum exhibits will trace the history of country music beginning with the first national recordings in Bristol in 1927.

Photo courtesy of Virginia Interment College photography major Haley Hensley



The Wildwood Commerce Park is a regional revenue sharing megasite among Carroll County, the City of Galax, and Grayson County through the Blue Ridge Crossroads Economic Development Authority. The 270 acre property adjacent to I-77 received special projects and megasite grant funds for site acquisition and development.



Fund Descriptions and Commission Priorities

Mission and Fund Descriptions:

“The Commission is established for the purposes of determining the appropriate recipients of moneys in the Tobacco Indemnification and Community Revitalization Fund and causing distribution of such moneys for the purposes provided in this chapter, including using moneys in the Fund to (i) provide payments to tobacco farmers as compensation for the adverse economic effects resulting from loss of investment in specialized tobacco equipment and barns and lost tobacco production opportunities associated with a decline in quota and (ii) revitalize tobacco dependent communities.”

– Section 3.2-3101, Code of Virginia

(i) Indemnification of Tobacco Farmers

The Commission compensates tobacco producers and quota owners for their losses due to the decline in tobacco quota from the 1995-98 average through 2002, the effective year of the federal tobacco quota buyout. The Commission has satisfied its statutory obligation to indemnify burley and flue-cured producers and quota owners. From its inception through the end of fiscal year 2012, the Commission has made available \$309 million in addition to the \$170 million from other sources for indemnifying losses.

(ii) Revitalization of Tobacco Dependent Communities

Over \$100 million was awarded for economic revitalization in the tobacco-growing region in fiscal year 2013. Revitalization is accomplished through eight grant programs that make awards to local governments, government entities, and non-profit organizations. The Commission prioritizes projects that maximize leveraging from applicants and other partner organizations, and gives preference to projects that have regional participation and generate the most significant economic outcomes – primarily measured in terms of new jobs, income and taxable private capital investment – for the residents, businesses and localities in the tobacco region.

Agribusiness:

Grants to assist the tobacco region’s agricultural community in diversifying into new production opportunities and developing value-added enterprises.

Education:

Grants for various projects that will create a world-class workforce in the tobacco region, including scholarships, community college programs and workforce training.

Megasite:

Grants for site development of large scale industrial properties that are intended to attract significant economic development employers and facilities such as automotive assembly.

Research and Development (R&D):

Grants to encourage collaboration between private scientists and investors, tobacco region localities and/or Virginia’s educational institutions to conduct research and development that will lead to commercialization in the region.

Southside and Southwest Economic Development:

Grants to develop industrial sites and business/technology parks, improve water, sewer, broadband and other utility infrastructure that serves employment centers, and develop tourism infrastructure.

Special Projects:

Grants for projects that expand access to healthcare services for tobacco region residents or regional participation economic development projects that benefit multiple localities or the tobacco region as a whole.

Tobacco Region Opportunity Fund (TROF):

Performance-based grants to localities in the tobacco region to assist in the creation of new jobs and investments, whether through new business attraction or existing business expansion.



Beginning in 2008, the Center for Advanced Engineering and Research received special projects and research and development grant funds for the Babcock and Wilcox Company to develop and commercialize the B&W mPower™ reactor - a scalable, modular, passively safe, advanced light water reactor system. In 2013, Bedford County received TROF grant funds for Babcock and Wilcox to begin production.

Photo courtesy of the Babcock and Wilcox Company

Economic Revitalization Grant Awards

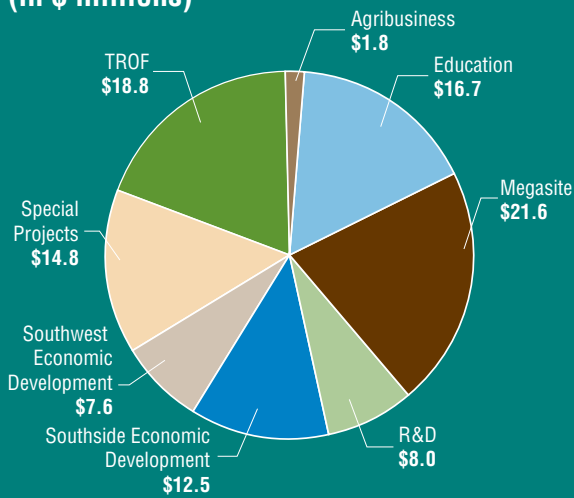


Organization	Project Description	Grant Amount
AGRIBUSINESS		
Abingdon Feeder Cattle Association, Inc.	Beef Builder Initiative	\$400,000
Buckingham Cattlemen's Association	Buckingham Agricultural Resource Network (B.A.R.N.)	\$550,311
Ferrum College	Local Food Initiative Demonstration	\$49,402
Franklin County	Homestead Creamery-Burnt Chimney Water Extension	\$250,000
Industrial Development Authority of Dickenson County	Coalfield Regional Agriculture Center	\$52,195
Old Dominion Resource Conservation & Development Council, Inc.	Heart of Virginia Buy Fresh / Buy Local Initiative	\$29,410
Scott Farmers Cooperative, Inc.	Bulk Feed, Bulk Fertilizer and Tool and Equipment Rental Program	\$148,836
Virginia State University	New Crops for Tobacco Farmers in Virginia - Chickpea and Sesame (Phase II)	\$185,000
Virginia State University	Revitalization of Virginia Tobacco Farms through High Value Edamame Production: Demonstration, Education, and Marketing (Phase II)	\$163,003
Total Agribusiness (9)		\$1,828,157
EDUCATION		
Averett University	Telehealth Education	\$142,365
Bluefield College	School of Dental Medicine-Curriculum and Accreditation Development	\$150,000
Central Virginia Community College Educational Foundation, Inc.	Modern Digital Imaging Equipment: Improving Digital Imaging Performance for First & Second Year Radiology Students	\$23,471
Central Virginia Community College Educational Foundation, Inc.	Tobacco Scholarships	\$400,000
Community Foundation of the Dan River Region	SOVA Work Ready Community	\$142,200
Danville Community College	Student Scholarships and Training	\$400,000
Emory & Henry College	School of Health Sciences Support for Dean	\$300,000
Hampden-Sydney College	A Plan for the Sciences	\$250,000
Mountain Empire Community College	Scholarships for Tobacco Families and AIMS Higher Scholars	\$400,000
New College Foundation	Technology in Education - Preparing for the Future	\$5,000,000
Patrick Henry Community College Foundation	Strengthening Core STEM-H Offerings: Biology Lab Upgrades	\$305,000
Patrick Henry Community College Foundation	Tobacco Scholarships 2013 - 2014	\$400,000
Russell County Public Schools	Southwest Virginia Race to GED	\$205,160
Southside Virginia Community College Foundation	FY13 Scholarship Program	\$400,000
Southside Virginia Community College Foundation	Technical Training for Southside's Workforce	\$72,381
Southwest Virginia Community College	Tobacco Outreach Scholarship Program FY13-14	\$400,000
Southwest Virginia Higher Education Center	2013-2014 Tobacco Region Scholarship Program (Southside)	\$4,489,313
Southwest Virginia Higher Education Center	2013-2014 Tobacco Region Scholarship Program (Southwest)	\$2,016,937
Southwest Virginia Higher Education Center Foundation	STEM-H Chemistry - Dual Enrollment Teachers	\$170,000
The Franklin Center	Southside Virginia Race to GED	\$75,000
Virginia Highlands Community College	Scholarships for Tobacco Families and AIMS Higher Scholars	\$400,000



Economic Revitalization Grant Awards

Fiscal Year 2013 Grant Awards (in \$ millions)



The Coalfield Regional Agricultural Center in Dickenson County has hosted dozens of marketing and training events for livestock, crops and other agribusiness sectors. The center was built, equipped and expanded with agribusiness and southwest economic development grant funds.

Organization	Project Description	Grant Amount
Virginia Museum of Natural History Foundation	Virginia Institute for Integrated STEM-H Education	\$66,395
Virginia Western Community College	Southside Workforce Development Initiative	\$49,665
Virginia Western Community College Educational Foundation, Inc.	Franklin County Community College Access Program	\$75,000
Wytheville Community College Educational Foundation, Inc.	Forging Futures Scholarship Program	\$400,000
Total Education (25)		\$16,732,887

MEGASITE

Blue Ridge Crossroads Economic Development Authority	Wildwood Commerce Park- Site Acquisition & Utility Development	\$6,000,000
Danville-Pittsylvania Regional Industrial Facility Authority	Berry Hill Mega Park - Phase I Sanitary Sewer	\$4,908,240
Greensville County	Mid-Atlantic Advanced Manufacturing Center	\$6,108,000
Smyth County Industrial Development Authority	Smyth County Megasite - Phase III	\$626,000
Sussex County	Route 626 (Beef Steak Road) Mega Site	\$3,940,200
Total Megasite (5)		\$21,582,440

RESEARCH AND DEVELOPMENT

City of Danville	Commercialization Of Praxidix Temperature Indicators	\$510,000
Economic Development Authority of Floyd County	Improving Health through Biomedical Innovations Phase II	\$837,286
Martinsville-Henry County Economic Development Corporation	Marine Shrimp Culture in Recirculating Aquaculture Systems	\$673,060
Pittsylvania County	Piedmont BioProducts Pilot Facility	\$4,000,000
Southwest Virginia Higher Education Center Foundation	Recovery of Metallurgical Coal Fines from Slurry Impoundments	\$2,000,000
Total Research and Development (5)		\$8,020,346

Economic Revitalization Grant Awards



Organization	Project Description	Grant Amount
SOUTHSIDE ECONOMIC DEVELOPMENT		
Amelia County	Amelia County Industrial Park Expansion, Phase I	\$608,449
Appomattox County	Appomattox County Gateway Signage for Tourism & Economic Development	\$80,000
City of Danville	Commonwealth Machine Co.	\$488,100
Dinwiddie County	Dinwiddie County Site Acquisition/Site Readiness	\$525,828
Franklin County	Franklin County Commerce Center Site D Development	\$359,883
Greensville County	MAMaC Site Readiness Services	\$73,584
Industrial Development Authority of Halifax County	Phase II Rehab for Reuse of Green View Advanced Manufacturing Center	\$1,300,000
Industrial Development Authority of the County of Cumberland, Virginia	Cumberland County Industrial Park - Construction of "Road A" (Access Road)	\$60,733
Lunenburg County	Lunenburg Industrial Site Readiness Initiative	\$103,500
Lunenburg County	Renovation and Addition to STEPS Building in Victoria	\$90,000
Lunenburg County	Victoria IDA Roofing Project	\$225,000
Mecklenburg County	Mecklenburg Correctional Center Feasibility Study	\$180,000
Mecklenburg County	Microsoft Expansion Project	\$900,000
Mid-Atlantic Broadband Cooperative, Inc.	Genomic Sequencing Center	\$3,500,000
Patrick County Economic Development Authority	Cross Laminated Technologies/USA (CLT USA, LLC)	\$172,000
Pittsylvania County	Pittsylvania County Career & Technical Center Precision Machine Technology Program	\$787,690
Pittsylvania County	Project Tire - Facility Construction	\$1,000,000
Prince Edward County	Prospect Depot	\$99,019
Southern Virginia Higher Education Center	Workforce Training: Welding in Halifax County (Capital Equipment & Improvements)	\$154,114
Town of Gretna	Gretna Industrial Site Development - Piedmont BioProducts	\$1,333,179
Town of Lawrenceville	Lawrenceville Wastewater Improvement	\$435,060
Total Southside Economic Development (21)		\$12,476,139



Commission leaders join local officials at a check presentation announcing additional funding for the Oak Park Center for Business and Industry. Located in Washington County near I-81, the park received southwest economic development, special projects, and megasite grant funds for grading and utilities.

Economic Revitalization Grant Awards

Organization	Project Description	Grant Amount
SOUTHWEST ECONOMIC DEVELOPMENT		
Appalachian Heritage Schools, Inc.	Wayne C. Henderson School of Appalachian Music and Arts: Equipment, Marketing, and Operations	\$145,000
Appalachian Traditions, Inc.	Country Cabin Outdoor Venue Enhancement Project	\$20,000
Bristol Historical Association	Restoration of the Robert Preston House at Walnut Grove	\$75,000
Floyd Community Center for the Arts, Inc.	Capacity Building Capital Improvements	\$157,000
Joint Industrial Development Authority of Wythe County	Progress Park: Lot 30 Development Project	\$150,000
Konnarock Retreat House	Konnarock Retreat House Rehabilitation and Reuse	\$173,500
Scott County Industrial Development Authority	Riverside Development - Phase I	\$524,397
Southwest Regional Recreation Authority	Spearhead Trails	\$272,784
Southwest Virginia Community Foundation, Inc.	Bush Mill Heritage Tourism	\$100,000
Virginia Coalfield Coalition	Installation of Fiber-Optic Infrastructure, Electronics, Towers and Data Backhaul Capacity for Project with Wireless providers in Southwest Virginia	\$6,000,000
Total Southwest Economic Development (10)		\$7,617,681
SPECIAL PROJECTS		
Community Memorial Healthcenter	CMH Radiation Therapy Center	\$500,000
Future of the Piedmont Foundation	SVRA Marketing Funding	\$200,000
Industrial Development Authority of the County of Cumberland, Virginia	Cumberland County Industrial Park - Construction of "Road A" (Access Road)	\$185,600
Liberty University	Center for Medical and Health Sciences - Phase II	\$8,500,000
Mid-Atlantic Broadband Cooperative, Inc.	Genomic Sequencing Center	\$1,000,000
Mid-Atlantic Broadband Cooperative, Inc.	Genomic Sequencing Center	\$2,000,000
Town of Nickelsville	Nickelsville Community Multi-Use Medical Facility Phase II	\$305,337
Tri Area Community Health	Tri-Area Community Health Telehealth Expansion	\$19,727
University Of Virginia	Cancer Center Without Walls: Increasing access to the benefits of cancer research and advanced cancer care in Southwest Virginia	\$964,390
University Of Virginia	Southside/Southwest Home Telehealth and Care Coordination for Chronic Disease Management	\$350,000
Virginia Commonwealth University	Improving the Health and Productivity of the Tobacco Region Workforce	\$559,004



In 2013, the Roanoke River Basin Association opened the first of many kayak and canoe launch sites on blueways trails in the "Upper Reach" water shed in Southern Virginia. The construction was funded by a 2012 special projects grant.

Economic Revitalization Grant Awards

Organization	Project Description	Grant Amount
Wellmont Foundation	Level One Heart Attack Network - Southwest	\$200,000
Total Special Projects (12)		\$14,784,058
TOBACCO REGION OPPORTUNITY FUND		
Bedford, County of	Babcock & Wilcox Nuclear Energy, Inc.	\$215,000
Brunswick County IDA	Virginia Electric & Power Company	\$10,000,000
Campbell County	Banker Steel Company, LLC	\$50,000
Carroll County Industrial Development Authority	Classic Creations	\$175,000
City of Danville	AllergEase, Inc.	\$1,125,000
City of Danville	GOK International Corp.	\$1,000,000
City of Danville	Macerata Wheels, LLC	\$600,000
City of Danville	Norhurst, Inc.	\$625,000
City of Martinsville	Stone Dynamics, Inc.	\$310,000
Dinwiddie County	Agri-Nutrients Associates, LLC	\$125,000
Dinwiddie County	Iluka Resources, Inc.	\$525,000
Franklin County	Homestead Creamery	\$45,000
Martinsville-Henry County Economic Development Corporation	Commonwealth Laminating and Coating, Inc.	\$325,000
Mecklenburg County Industrial Development Authority	Microsoft	\$2,000,000
Patrick County Economic Development Authority	Cross Laminated Technologies/USA (CLT USA, LLC)	\$503,000
Patrick County Economic Development Authority	Hanesbrands, Inc.	\$555,000
Prince Edward County	Tri-Boro Rack and Storage Products, LLC	\$95,000
Scott County Industrial Development Authority	Tempur Pedic North America, LLC	\$182,000
Washington County Industrial Development Authority	Appalachian Cast Products	\$85,000
Washington County Industrial Development Authority	Big R Manufacturing, LLC (DBA Big R Bridge)	\$125,000
Wise County IDA	Mullican Flooring, Inc.	\$65,000
Total Unannounced Projects (1)		\$65,000
Total TROF (22)		\$18,795,000
GRAND TOTAL (109)		\$101,836,708



The Commission's long standing support of GED completion in Southwest Virginia was complemented by education awards beginning in FY12 to establish a regional GED program in Southside Virginia, delivered by a partnership of Southside Community College and the Franklin Center for Advanced Learning and Enterprise.



Revenues, Expenditures and Net Position

Consolidated Statement of Net Position

	Fiscal Year 2013 (unaudited)	Fiscal Year 2012
Assets:		
Current and other assets	\$661,795,891	\$777,209,686
Capital and intangible assets	44,964	72,750
Total assets	661,840,855	777,282,436
Liabilities:		
Current and other liabilities	7,186,756	8,371,835
Long-term liabilities	120,168	145,151
Total liabilities ¹	7,306,924	8,516,986
Net position ² :	\$654,533,931	\$768,765,450

¹ In accordance with GASB Statement No. 33, Accounting and Financial Reporting for Non-exchange Transactions, total liabilities do not include \$191 million at June 30, 2013, and \$219 million at June 30, 2012, in obligations for grant awards made prior to fiscal year end.

² Total net position includes \$360 million at June 30, 2013, and \$426 million at June 30, 2012, in the Tobacco Indemnification and Community Revitalization Endowment, which is subject to certain restrictions on annual withdrawals by the Code of Virginia.

Consolidated Statement of Activities

	Fiscal Year 2013 (unaudited)	Fiscal Year 2012
Revenues:		
Interest, dividends, and other investment income	\$28,587,572	\$29,756,641
Other income	450,506	442,391
Unrealized gain on investments held by the Treasurer	-	9,798,124
Total revenues	29,038,078	39,997,156
Expenditures:		
Administration	2,781,265	2,732,631
Indemnification payments	59,606	9,699,367
Community revitalization	116,969,871	89,609,299
Unrealized loss on investments held by the Treasurer	23,458,070	0
Depreciation	785	786
Total expenditures	143,269,597	102,042,083
Change in net position	(\$114,231,519)	(\$62,044,927)
Net position, beginning of year	768,765,450	830,810,377
Net position, end of year	\$654,533,931	\$768,765,450



Ferrum College in Franklin County received education grant funds to expand Garber Hall. The new science wing is home to the College's School of Natural Sciences and Mathematics and opened for the fall semester of 2012. In addition to regional higher education centers and community colleges, the commission has made grants to eight four-year colleges and universities in the tobacco region to expand STEM-H facilities and increase program capacity.

Photo courtesy of Ferrum College



In 2013, the Southern Piedmont Agriculture Research and Extension Center opened its cattle handling and forage training facility in Nottoway County, funded by a 2010 agribusiness grant.

Virginia Tobacco Indemnification and Community Revitalization Commission

COMMISSION MEMBERS

House of Delegates Members

The Honorable Kathy J. Byron	Lynchburg
The Honorable Joseph P. Johnson	Abingdon
The Honorable Terry G. Kilgore, Chairman	Gate City
The Honorable Daniel W. Marshall, III	Danville
The Honorable Donald Merricks	Chatham
The Honorable Thomas C. Wright, Jr.	Victoria

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The Honorable Frank M. Ruff, Vice-Chairman	Clarksville
The Honorable Ralph K. Smith	Huddleston
The Honorable William M. Stanley, Jr.	Moneta

Secretary of Commerce and Trade

The Honorable James S. Cheng	Richmond
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Secretary of Finance

The Honorable Richard D. Brown	Richmond
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Secretary of Agriculture and Forestry

The Honorable Todd P. Haymore	Richmond
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Active Flue-Cured Tobacco Producers

Mr. Kenney F. Barnard	Amelia
Ms. Gayle F. Barts	Sutherland
Mr. David R. Cundiff	Penhook

Active Burley Tobacco Producers

Mr. H. Ronnie Montgomery	Jonesville
Mr. Kenneth O. Reynolds	Abingdon
Mr. John M. Stallard	Nickelsville

Virginia Farm Bureau Federation Representative

Mr. Robert Spiers	Stony Creek
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Citizens

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Ms. Linda P. DiYorio	Wytheville
Mr. Burgess "Butch" H. Hamlet, III	Bassett
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Ms. Connie Greene Nyholm	Alton
The Honorable Edward Owens	South Boston
Dr. David S. Redwine	Gate City
Ms. Beth D. Rhinehart	Bristol
Ms. Cindy M. Thomas	South Hill
The Honorable Gary Walker	Charlotte Court House

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Forging a Future for Advanced Manufacturing in the Tobacco Region

With the opening of the Commonwealth Center for Advanced Manufacturing (CCAM) in 2012, the Commission is supporting directors of economic and workforce development to recruit advanced manufacturing supply chain companies to tobacco region sites and develop training programs and centers to develop necessary skills for employment in the most advanced global manufacturing processes. A report prepared for CCAM and the Commission by the Boston Consulting Group was issued in January 2013 and calls for the creation of three regional centers of excellence to deliver curricula and hands-on experience in medium skill level positions in precision machining, welding, and industrial machine maintenance.



Photos courtesy of the Commonwealth Center for Advanced Manufacturing



Virginia Tobacco Indemnification and Community Revitalization Commission

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