

**JAMES RIVER WATER AUTHORITY
BOARD OF DIRECTORS
SPRING CREEK SPORTS CLUB
181 CLUBHOUSE WAY
ZION CROSSROADS, VIRGINIA
NOVEMBER 5, 2013
10:30 A.M.**

Present: Goodman B. Duke, D.D. Watson, Joe Chesser, Erick Gomez, Robert C. Dubé, and Steven M. Nichols

Others Present: Kurt Krueger, McGuireWoods LLP, Legal Counsel; Joe Hines, Timmons Group; Michael Lockaby, County Attorney, Louisa County; Andy Wade, Economic Development Director, Louisa County; Dean Rodgers, General Manager, Louisa County Water Authority; Barbara Horlacher, Finance Director, Fluvanna County; Wayne Stephens Public Works Director and County Engineer, Fluvanna County; and April Lowe, Executive Assistant/Deputy Clerk, Louisa County

CALL TO ORDER

Chairman Duke called the November 5, 2013, regular meeting of the James River Water Authority (JRWA) Board of Directors to order at 10:30 a.m., which was followed by the Pledge of Allegiance.

READING AND APPROVAL OF MINUTES OF PRECEDING MEETINGS

Mr. Dubé said the minutes from the last meeting were emailed to each member.

On the motion of Mr. Nichols, seconded by Mr. Gomez, which carried by a vote of 6-0, the Board approved the minutes of the October 15, 2013, meeting.

CONSENT AGENDA ITEMS

Mr. Dubé said the meeting time and place needed to be changed from 10:00 a.m. at the Virginia Community Bank to 10:30 a.m. at the Spring Creek Sports Club because the Bank did not meet the Americans with Disabilities Act (ADA) requirements.

On the motion of Mr. Dubé, seconded by Mr. Nichols, which carried by a vote of 6-0, the Board adopted a resolution revising the time and location of the James River Water Authority Board of Directors Monthly Meetings.

OTHER BUSINESS

Discussion/Resolution - To request funding from Louisa and Fluvanna County for costs associated with engineering and legal processes for the withdrawal permit process

Mr. Dubé said himself and Mr. Nichols felt that a resolution from the JRWA was needed in order to request initial funding from their respective Board of Supervisors for costs associated with the withdrawal permit process. Mr. Chesser questioned if \$50,000 would be enough for the permit move. Mr. Dubé said they believed the \$50,000 would cover the costs for the permit application and associated work.

On the motion of Mr. Watson, seconded by Mr. Gomez, which carried by a vote of 6-0, the Board adopted a resolution to request funding in the amount of \$25,000 from Louisa and Fluvanna Counties for costs associated with engineering and legal processes for the withdrawal permit process.

CLOSED SESSION

On the motion of Mr. Nichols, seconded by Mr. Chesser, which carried by a vote of 6-0, the Board voted to enter Closed Session at 10:42 a.m. for the purpose of discussing the following:

1. In accordance with §2.2-3711.A.29 VA Code Ann., for the purpose of discussion of the award of a public contract involving the expenditure of public funds, including interviews of bidders or offerors, and discussion of the terms or scope of such contract, where discussion in an open session would adversely affect the bargaining position or negotiating strategy of the public body.

RESUMPTION OF REGULAR SESSION

On the motion of Mr. Nichols, seconded by Mr. Dubé, which carried by a vote of 6-0, the Board voted to return to regular session at 11:23 a.m.

RESOLUTION - CERTIFICATION OF CLOSED SESSION

On the motion of Mr. Nichols, seconded by Mr. Dubé, which carried by a vote of 6-0, the Board voted to adopt the following resolution:

WHEREAS, the James River Water Authority Board of Directors has convened a Closed Meeting pursuant to an affirmative recorded vote and in accordance with the provisions of the Virginia Freedom of Information Act; and

WHEREAS, §2.2-3712.D of the Code of Virginia requires a certification by the James River Water Authority Board of Directors that such closed meeting was conducted in conformity with the Virginia Law.

NOW, THEREFORE BE IT RESOLVED that the James River Water Authority Board of Directors does hereby certify that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed meeting to which this certification resolution applies, and (ii) only such

public business matters as were identified in the motion convening the closed meeting was heard, discussed or considered by the James River Water Authority Board of Directors.

<u>NAME</u>	<u>VOTE</u>
Goodman B. Duke	Yes/Aye
D.D. Watson	Yes/Aye
Joe Chesser	Yes/Aye
Erick Gomez	Yes/Aye
Robert C. Dubé	Yes/Aye
Steven M. Nichols	Yes/Aye

OTHER BUSINESS (cont.)

Discussion - Permit application for the Columbia withdrawal site through the Virginia Department of Environmental Quality (DEQ)

On the motion of Mr. Nichols, seconded by Mr. Chesser, which carried by a vote of 6-0, the Board directed Timmons Group to proceed with the permit move application process contingent upon funding approval from Fluvanna and Louisa Counties at their upcoming Board of Supervisors' meetings.

Discussion - Finance Committee

Mr. Dubé said he would like the JRWA to appoint two (2) members of their Board to begin discussions with the Finance Directors from each County to explore finance options and possible cost projections/estimates for this project to assist in developing a better budget analysis. After discussion amongst the Board, Mr. Watson and Mr. Gomez volunteered to serve on the Finance Committee.

On the motion of Mr. Dubé, seconded by Mr. Chesser, which carried by a vote of 6-0, the Board appointed Mr. Watson and Mr. Gomez to the Finance Committee.

Mr. Krueger clarified that the Finance Committee was not empowered to make any decisions on behalf of the JRWA, rather it was merely an investigative body tasked to report back to them.

OTHER ITEMS FROM BOARD OR STAFF NOT ON AGENDA

Minutes

Mr. Dubé said he was aware that the minutes were the secretary's responsibility, but Ms. Lowe prepared the minutes from the last meeting and asked Mr. Chesser if he would like to continue that process. Mr. Chesser said yes. Mr. Nichols added that he thought it would be useful for Ms. Lowe to continue the minutes and forward them to Mr. Chesser to review as secretary prior to being approved by the JRWA.

Service Agreement

Mr. Nichols indicated that he would forward an electronic copy of the draft service agreement from 2009, along with a copy of the current Department of Environmental Quality (DEQ) permit. After discussion, the Board requested that Mr. Krueger complete a preliminary review of the service agreement and provide input on suggested modifications for their consideration at the next meeting.

Mr. Chesser questioned what the JRWA's responsibility would be once the line was built. Mr. Nichols said on-going operations. Mr. Nichols added that the service agreement would basically state that in return for the delivery of raw water to each of the two (2) counties, they would pay a service fee that would be based upon operating and capital costs incurred by the JRWA. Mr. Hines said he could provide an estimation of the O&M costs, which would be based upon items such as the costs for a maintenance contract, power costs for the pumps, maintenance on the motors, etc. Mr. Gomez said the JRWA could reach out to other firms that are currently involved with similar operations to get an idea of what was involved and the costs.

Mr. Watson questioned what the overall timeframe of the project would be. Mr. Hines stated that the construction schedule would be contingent on the permit relocation process, but the design and approval work could be prepared in concurrent with that. Mr. Gomez questioned what the typical construction period was for similar projects. Mr. Hines said construction would probably be six (6) months or less, but the design and approval process could be as lengthy as the construction process.

ADJOURNMENT

On the motion of Mr. Gomez, seconded by Mr. Dubé, which carried by a vote of 6-0, the Board voted to adjourn the November 5, 2013, meeting at 11:47 a.m.

BY ORDER OF

GOODMAN B. DUKE, CHAIRMAN
BOARD OF DIRECTORS
JAMES RIVER WATER AUTHORITY