

**JAMES RIVER WATER AUTHORITY  
BOARD OF DIRECTORS  
SPRING CREEK SPORTS CLUB  
181 CLUBHOUSE WAY  
ZION CROSSROADS, VIRGINIA  
FEBRUARY 4, 2014  
10:30 A.M.**

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

Others Present: Brendan Hefty, Hefty & Wiley, P.C., Legal Counsel; Bill Hefty, Hefty & Wiley, P.C., Legal Counsel; Joe Hines, Timmons Group; David Saunders, Timmons Group; Michael Lockaby, County Attorney, Louisa County; Christian Goodwin, Deputy County Administrator, Louisa County; Andy Wade, Economic Development Director, Louisa County; Barbara Horlacher, Finance Director, Fluvanna County; Bobby Popowicz, Community Development Director, Fluvanna County; Wayne Stephens Public Works Director and County Engineer, Fluvanna County; Dean Rodgers, General Manager, Louisa County Water Authority; April Lowe, Executive Assistant/Deputy Clerk, Louisa County; Willie L. Gentry, Chairman, Louisa County Board of Supervisors; Mozell Booker, Chairperson, Fluvanna County Board of Supervisors; and Tony O'Brien, Fluvanna County Board of Supervisors

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**CALL TO ORDER**

Chairman Duke called the February 4, 2014, 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**

**January 7, 2014**

On the motion of Mr. Nichols, seconded by Mr. Chesser, which carried by a vote of 6-0, the Board approved the minutes of the January 7, 2014, meeting.

**OTHER BUSINESS**

**Update – Permitting Process – Timmons Group**

Mr. Hines commented that Timmons Group was moving forward with the permit application process and noted that the wetlands delineation work had been completed and they were in the process of finalizing the allocations per the Water Supply Plans.

Mr. Hines noted that once the public comment period closed on February 11, 2014, Timmons Group would prepare a draft of the permit for the Board's review.

Mr. Hines said per the JRWA's directive at the last meeting, Timmons Group drafted a preliminary budget for any potential items that may take place during the permitting process. Mr. Hines briefly explained the items within the draft budget and the Board asked questions regarding the preliminary numbers.

### **Project Overview and Public Comment for the Permit Reissuance**

Mr. Hines said as part of the permitting process, the JRWA was required to hold a public information meeting to allow the public the opportunity to provide comments and feedback on the actual permit. Mr. Hines provided an overview of the project and Mr. Duke asked if anyone from the public would like to make any comments. With no one wishing to speak, the meeting continued.

### **JRWA PPEA Guidelines**

Mr. Dubé requested that this item be referred to closed session.

### **Overall Project Timeline**

Mr. Hines indicated that the design and approvals process would most likely take between six (6) and nine (9) months, the bid period would be about 60 to 90 days, and construction could probably be completed within a six (6) to eight (8) month period.

### **JRWA Overview – Hefty & Wiley**

Mr. Brendan Hefty provided a brief overview on the following general laws that would impact the JRWA going forward:

- Water and Waste Authorities Act
  - Organization of the JRWA
  - JRWA Board
  - JRWA Officers
  - Purpose
  - Powers and Limited Powers
  - Sources of Funding
- Freedom of Information Act
  - Public Records
  - Public Meetings
- Public Procurement Act
  - Construction
  - Exceptions to using Invitation for Bids (IFB) or Request for Proposals (RFP)
- Conflict of Interests Act
  - Prohibited Conduct
  - Ethics Provisions in the Virginia Public Procurement Act (VPPA)
  - Disclosure

The Board presented several questions throughout the presentation, which were addressed by Mr. Hefty.

## **OTHER ITEMS FROM BOARD OR STAFF NOT ON AGENDA**

### **Alternative Water Sources**

Mr. Nichols questioned if Mr. Gomez wanted to discuss options for alternative water sources. Mr. Gomez indicated that he was not sure of the relevance anymore. Mr. Nichols agreed, but stated that he thought a discussion should still take place during closed session.

### **Signature Cards**

Mr. Nichols said he wanted to know the status of setting up the JRWA bank account. Mr. Dubé said at the last meeting, the JRWA decided that new signature cards would be obtained for the account. After discussion, it was determined that the Treasurer would confirm that the account was still open and which officers were required to sign new signature cards.

## **CLOSED SESSION**

On the motion of Mr. Dubé, seconded by Mr. Watson, which carried by a vote of 6-0, the Board voted to enter Closed Session at 11:37 a.m. for the purpose of discussing the following:

1. In accordance with §2.2-3711.A.7 VA Code Ann., for the purpose of discussion of legal matters relative to a bill from the prior legal counsel and legal issues regarding the Public-Private Educational Facilities and Infrastructure Act of 2002 process.
2. Regarding alternative water sources - 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. Watson, seconded by Mr. Nichols, which carried by a vote of 6-0, the Board voted to return to regular session at 12:28 p.m.

## **RESOLUTION - CERTIFICATION OF CLOSED SESSION**

On the motion of Mr. Watson, seconded by Mr. Nichols, 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 ITEMS FROM BOARD OR STAFF NOT ON AGENDA**

On the motion of Mr. Dubé, seconded by Mr. Watson, which carried by a vote of 6-0, the Board voted to adopt the guidelines for the implementation of the PPEA as presented by legal counsel.

**ADJOURNMENT**

On the motion of Mr. Dubé, seconded by Mr. Watson, which carried by a vote of 6-0, the Board voted to adjourn the February 4, 2014, meeting at 12:31 p.m.

BY ORDER OF

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