

**JAMES RIVER WATER AUTHORITY
BOARD OF DIRECTORS
SPRING CREEK SPORTS CLUB
181 CLUBHOUSE WAY
ZION CROSSROADS, VIRGINIA
AUGUST 5, 2014
10:30 A.M.**

Present: Goodman B. Duke, Joe Chesser, Christian R. Goodwin, and Steven M. Nichols

Absent: Erick Gomez and D.D. Watson

Others Present: Brendan Hefty, Hefty & Wiley, P.C., Legal Counsel; Joe Hines, Timmons Group; David Saunders, Timmons Group; Ed Stelter, Faulconer Construction; Bobby Popowicz, Community Development Director, Fluvanna County; Wayne Stephens Public Works Director and County Engineer, Fluvanna County; Andy Wade, Economic Development Director, Louisa County; and Sean Ekiert, Raymond James

CALL TO ORDER

Chairman Goodman called the August 5, 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

July 1, 2014

On the motion of Mr. Nichols, seconded by Mr. Goodwin, which carried by a vote of 4-0, the Board approved the minutes of the July 1, 2014, meeting.

CHAIRMAN/EXECUTIVE DIRECTOR ITEMS

Mr. Duke commented that he thought the Board needed to focus on finalizing the service agreement. Mr. Hefty said he had been working with Mr. Lockaby on drafting a cleaner document and welcomed input from the Board. Mr. Hefty added that he would reach out to Fluvanna's County Attorney as well.

TREASURER'S ITEMS

Approval of the Bills

Mr. Nichols stated that bills had been received from Hefty & Wiley, P.C. in the amount of \$7,500 and Timmons Group in the amount of \$950.

On the motion of Mr. Nichols, seconded by Mr. Goodwin, which carried by a vote of 4-0, the Board approved payment for the following bills:

- Hefty & Wiley, P.C. - \$7,500
- Timmons Group - \$950

Mr. Goodwin mentioned that an audit would be required for the JRWA funds this year and questioned how the Board wanted to handle that. The JRWA decided that Mr. Dahl and Mr. Goodwin would evaluate the potential options and make a recommendation at the next meeting.

OTHER BUSINESS

Update – Permit Relocation

Mr. Joes Hines, Timmons Group, said Timmons Group, along with representatives from Louisa and Fluvanna Counties, met with the Department of Environmental Quality (DEQ) on July 8, 2014, as a follow up to their comments received pertaining to the joint permit application (JPA). Mr. Hines provided an overview of the main points of that meeting. Mr. Nichols added that overall, he was pleased with the meeting other than the last few minutes. Mr. Goodwin agreed and said DEQ basically requested that the JRWA formalize the locality participation from a demand standpoint and certify their efforts to make actual usage be in accordance with their Long Range Comprehensive Planning. Mr. Nichols further commented that their request was quite nebulous and requested that Timmons Group keep the JRWA on target to answer their question in the appropriate way. Mr. Hines noted that DEQ was evolving to get as much commitment from the localities as possible prior to issuing a permit.

Update – PPEA Engineer Consultant

Mr. Nichols said during the last meeting, the Board selected MBP for engineer consultant services and the cost was negotiated to an amount not to exceed \$19,000. Mr. Nichols said MP had reviewed the PPEA proposals and was scheduled to present a draft preliminary report to Mr. Goodwin and himself on August 19, 2014.

Mr. Chesser questioned how long the review process would be. Mr. Nichols reviewed the timeline and indicated that MBP planned to meet with the Board to provide a final recommendation during the October meeting, which totaled eight (8) to ten (10) weeks for delivery.

Update – Financial Advisor

Mr. Nichols said Mr. Ekiert worked with staff from Fluvanna and Louisa Counties to prepare the Virginia Resources Authority (VRA) application. Mr. Ekiert provided an update on what was included with the VRA application and noted that the application was submitted by the August 1, 2014, deadline for participation in the November financing. Mr. Ekiert provided information regarding the next steps in the process and answered questions from the Board concerning the projected interest rate and the projected annual debt service.

Additionally, the Board discussed bond counsel options with Mr. Ekiert and Mr. Hefty, who mentioned that two (2) important considerations were availability and familiarity. After discussion, Mr. Nichols motioned for Mr. Ekiert and Mr. Hefty to seek an agreement to retain Troutman Sanders, LLP as bond counsel for the JRWA. Mr. Chesser seconded the motion. With a vote of 4-0, the motion passed.

Discussion – Consideration of Bylaws regarding Agenda Structure

Mr. Goodwin said when the agenda was put together, staff noticed that the agenda structure did not agree with the order of business set forth in the bylaws. Mr. Goodwin presented the proposed changes for consideration. After discussion, the JRWA requested that Mr. Hefty modify the bylaws and provide an updated copy at the Board’s next meeting for consideration.

OTHER ITEMS FROM BOARD OR STAFF NOT ON THE AGENDA

Mr. Goodwin presented a resolution for consideration that allowed the Authority to reimburse itself for costs that had been incurred prior to debt issuance. After discussion, Mr. Goodwin motioned to adopt the resolution declaring the JRWA’s intention to reimburse itself from the proceeds from certain expenditures incurred prior to the issuance of debt. Mr. Nichols seconded the motion. With a vote of 4-0, the motion passed.

Mr. Hines questioned if any feedback had been received regarding the information from the Ashland pump station that was posted on the website. Mr. Nichols said he received one email thanking the JRWA for the information. Mr. Hines also mentioned that the JRWA discussed visiting that pump station during their last meeting and questioned if that was still an interest. After discussion, the JRWA requested that Timmons Group coordinate a site visit for the JRWA’s first meeting in October.

ADJOURNMENT

On the motion of Mr. Chesser, seconded by Mr. Goodwin, which carried by a vote of 4-0, the Board voted to adjourn the August 5, 2014, meeting at 11:16 a.m.

BY ORDER OF:

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