

**JAMES RIVER WATER AUTHORITY
BOARD OF DIRECTORS
SPRING CREEK SPORTS CLUB
181 CLUBHOUSE WAY
ZION CROSSROADS, VIRGINIA
APRIL 7, 2015
10:30 A.M.**

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

Absent: D.D. Watson

CALL TO ORDER

Chairman Duke called the April 7, 2015, 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.

ADOPTION OF AGENDA

On the motion of Mr. Goodwin, seconded by Mr. Nichols, which carried by a vote of 5-0, the Board approved the April 7, 2015, agenda.

READING AND APPROVAL OF MINUTES OF PRECEDING MEETINGS

March 3, 2015

On the motion of Mr. Chesser, seconded by Mr. Goodwin, which carried by a vote of 5-0, the Board approved the minutes of the March 3, 2015, meeting.

FINANCIAL REPORT

Approval of Bills

Mr. Chesser said the following bills had been received for payment:

- McDonough Bolyard Peck, Inc. (MBP) for ongoing services in the amount of \$1,575.00.

Mr. Gomez questioned if the charges to review the interim agreement were being withdrawn from the proposal review fee submitted by Faulconer Construction. After a brief discussion, Mr. Chesser noted that it had not been tracked that way, but he could do it. Mr. Gomez added that he thought it was important to know the balance of the review fee.

Mr. Chesser indicated that he had provided the Board with the requested financial reports, to include a reconciliation report and management report.

Mr. Goodwin commented that Mr. Chesser could send him the bills to be included in the Board packet in order to provide the Board the opportunity to review them prior to the meeting.

On the motion of Mr. Goodwin, seconded by Mr. Chesser, which carried by a vote of 5-0, the Board approved payment for the following bills:

- MBP - \$1,575.00

ACTION ITEMS

Update – Permit Relocation

Mr. Joe Hines, representative with Timmons Group, commented that the Department of Environmental Quality (DEQ) was planning to issue a statewide water model based on the water supply plans of localities throughout the State. Mr. Hines added that as a result of the permit impacts upstream, DEQ was going to link the river model into the statewide water plan, which was why the permit was taking longer to draft than anticipated. Mr. Hines added that DEQ anticipated that an official draft permit would be complete by mid-May, which should not impact the application for the Virginia Resources Authority (VRA) summer financing pool.

Mr. Hines indicated that before the Virginia Marine Resources Commission (VMRC) and DEQ could issue the required joint publication indicating that they had received the application and were reviewing it, the following two (2) matters needed to be addressed: 1) signature from the property owner; and 2) final construction plans for the intake structure. Mr. Hines added that once the advertisement was published, DEQ could issue an official draft permit for review.

Brief discussion ensued regarding the projected timeline and the permit fee to DEQ. Mr. Gomez further reviewed the preliminary schedule and the Board discussed items that required completion prior to funding.

On the motion of Mr. Nichols, seconded by Mr. Goodwin, which carried by a vote of 5-0, the Board voted to authorize Mr. Chesser to make the DEQ permit application fee payment in an amount not to exceed \$30,000 if it was requested between JRWA meetings.

Consideration – Service Agreement

Mr. Goodwin pointed out a scrivener's error in section 6.3 on page 7 and requested that "an premium" be changed to "a premium."

Mr. Nichols provided the Board with a copy of the service agreement that had been approved by both Fluvanna and Louisa Counties, which included the fifty (50) percent allocation language that was initially proposed.

On the motion of Mr. Chesser, seconded by Mr. Gomez, which carried by a vote of 5-0, the Board voted to approve the service agreement, as presented.

Consideration – PPEA Interim Agreement

Mr. Hefty provided a brief update on the Public-Private Education and Infrastructure Act of 2002 (PPEA) interim agreement with Faulconer Construction and mentioned a few noteworthy changes recently made. Mr. Hefty added that he was comfortable with the current draft.

JRWA members provided comments in regards to the document and agreed they were satisfied with the language as currently proposed.

On the motion of Mr. Chesser, seconded by Mr. Gomez, which carried by a vote of 5-0, the Board voted to approve the PPEA interim agreement in an amount not to exceed \$725,017.

CLOSED MEETING

On the motion of Mr. Goodwin, seconded by Mr. Chesser, which carried by a vote of 5-0, the Board voted to enter Closed Session at 11:02 a.m. for the purpose of discussing the following:

1. In accordance with §2.2-3711.A.3 VA Code Ann., for the purpose of discussion of the acquisition of property, 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. Goodwin, seconded by Mr. Nichols, which carried by a vote of 5-0, the Board voted to regular session at approximately 11:33 a.m.

RESOLUTION - CERTIFICATION OF CLOSED SESSION

On the motion of Mr. Goodwin, seconded by Mr. Nichols, which carried by a vote of 5-0, 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>
D.D. Watson	Absent
Joe Chesser	Yes/Aye
Erick Gomez	Yes/Aye
Christian R. Goodwin	Yes/Aye
Steven M. Nichols	Yes/Aye
Goodman B. Duke	Yes/Aye

OTHER ITEMS FROM BOARD OR STAFF NOT ON THE AGENDA

Discussion was held in regards to the property acquisition process and Mr. Nichols questioned if Board approval was required prior to signing any property acquisition agreements. Mr. Hefty suggested that the agreements be signed contingent upon JRWA approval and they could be ratified at the following board meeting. Mr. Gomez proposed that the presented offer also include a timeline for acceptance or a counteroffer because if the offer was not accepted, the JRWA needed to know as soon as possible if other means would need to be pursued. The JRWA agreed.

Mr. Nichols indicated that the transaction list in the financial reports only included expenses and requested that they also include revenue. Mr. Chesser said ok.

ADJOURNMENT

On the motion of Mr. Chesser, seconded by Mr. Goodwin, which carried by a vote of 5-0, the Board voted to adjourn the April 7, 2015, meeting at approximately 11:39 a.m.

BY ORDER OF:

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