

**JAMES RIVER WATER AUTHORITY
BOARD OF DIRECTORS
SPRING CREEK SPORTS CLUB
181 CLUBHOUSE WAY
ZION CROSSROADS, VIRGINIA
AUGUST 18, 2015
1:00 P.M.**

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

Absent: D.D. Watson

Others Present: Brendan Hefty, Hefty & Wiley, P.C., Legal Counsel; Bobby Popowicz, Community Development Director, Fluvanna County; Sean Ekiert, Raymond James; Joe Hines, Timmons Engineering; Pete Morris, Faulconer Construction

CALL TO ORDER

Chairman Duke called the August 18, 2015, regular meeting of the James River Water Authority (JRWA) Board of Directors to order at 1:00 p.m., which was followed by the Pledge of Allegiance.

ADOPTION OF AGENDA

On the motion of Mr. Chesser, seconded by Mr. Goodwin, which carried by a vote of 5-0, the Board approved the August 18, 2015, agenda.

READING AND APPROVAL OF MINUTES OF PRECEDING MEETINGS

July 7, 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 July 7, 2015, meeting.

FINANCIAL REPORT

Approval of Bills

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

- Steven Wunsh; audit services; \$2,500
- Faulconer Construction; construction planning; \$185,294.65
- Hefty and Wiley; legal services; \$7,500
- MBP; engineering evaluation; \$1,575

After general discussion regarding the Faulconer bill, On the motion of Mr. Nichols, seconded by Mr. Chesser, which carried by a vote of 5-0, the Board approved payment for the aforementioned bills.

DISCUSSION/INFORMATION ITEMS

Presentation – Fiscal Year 2015 Audit Report

Mr. Steven Wunsh presented the fiscal year 2015 financial statements / audit report for the Authority. Mr. Wunsh said that he had gotten information earlier this year and was therefore able to deliver his report earlier. Mr. Wunsh reviewed the financial statements and the accompanying notes, noting that the Authority had received an unqualified opinion. General discussion regarding future accounting systems and personnel ensued.

Update - Permit Relocation

Mr. Joe Hines, Timmons Group, reported on meetings with DEQ for the permit relocation process. DEQ is revising their model; Timmons will review the revisions and a draft permit is anticipated by the end of the week. Mr. Gomez asked about a DEQ review versus a public hearing. Mr. Hefty stated that this would depend on the comments received.

Update – Financing Schedule

Mr. Sean Ekiert, Raymond James Financial, reported on the progress of VRA financing. Application for the fall pool has been submitted, and the audit report should be submitted now that it has been received. Local approvals would need to be finalized by the end of September. Bonds would sell on November 4. Due diligence will take place over the next 30 days. Mr. Hines stated that the GMP would likely not be finalized by 9/1.

On a motion by Mr. Nichols, seconded by Mr. Goodwin, which carried by a vote of 5-0, the Board elected to maintain the scheduled September meeting, but also to advertise a September 8th meeting in case an additional week was necessary.

Update - Progress towards Comprehensive Agreement

No update was available at this time.

CLOSED MEETING

On the motion of Mr. Chesser, seconded by Mr. Nichols, which carried by a vote of 5-0, the Board voted to enter Closed Session at 1:35 p.m. for the purpose of discussing the following:

1. Discussion of PPEA Proposals - 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. Goodwin, seconded by Mr. Nichols, which carried by a vote of 5-0, the Board voted to return to regular session at 1:52 p.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 INFORMATION AND INQUIRIES

Discussion – Management Letter

Brief discussion ensued regarding the signature of the management letter and distribution of audit report copies.

ADJOURNMENT

On the motion of Mr. Goodwin, seconded by Mr. Nichols, which carried by a vote of 5-0, the

Board voted to adjourn the August 18, 2015, meeting at 1:54 p.m.

BY ORDER OF:

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

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