

**JAMES RIVER WATER AUTHORITY  
BOARD OF DIRECTORS  
SPRING CREEK SPORTS CLUB  
181 CLUBHOUSE WAY  
ZION CROSSROADS, VIRGINIA  
SEPTEMBER 8, 2015  
10:30 A.M.**

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

Absent: Joe Chesser

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; Ed Stelter, Faulconer Construction; Steve Johnson, Troutman Saunders

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**CALL TO ORDER**

Chairman Duke called the September 8, 2015 regular meeting of the James River Water Authority (JRWA) Board of Directors to order at 10:40 a.m., which was followed by the Pledge of Allegiance.

**ADOPTION OF AGENDA**

On the motion of Mr. Gomez, seconded by Mr. Watson, which carried by a vote of 5-0, the Board approved the September 8, 2015, agenda.

**READING AND APPROVAL OF MINUTES OF PRECEDING MEETINGS**

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

**FINANCIAL REPORT**

**Approval of Bills**

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

- Faulconer Construction; construction planning; \$15,675
- MBP; engineering evaluation; \$1,105

On the motion of Mr. Watson, seconded by Mr. Nichols, which carried by a vote of 5-0, the Board approved payment for the aforementioned bills.

## **DISCUSSION/INFORMATION ITEMS**

### **Update - Permit Relocation**

Mr. Joe Hines, Timmons Group, advised that the draft permit had been issued by the Department of Environmental Quality. The public comment period will close September 21, 2015. The timing for final permit issuance will depend on public comment received, if any.

### **Update – Financing Schedule**

Mr. Nichols advised that since the Guaranteed Maximum Price (GMP) for the project was still being determined, debt issuance was not ready to be approved. General discussion regarding the issues impacting the GMP ensued. Mr. Gomez asked about the impact on the financing schedule, and potential bridge financing was discussed in conjunction with the Spring VRA pool. Mr. Watson clarified his understanding that debt issuance could be used to fund costs already incurred for the project. Mr. Gomez suggested finalizing the GMP as soon as possible so that funding efforts could move forward.

## **ACTION ITEMS**

### **Consideration – Authorizing Dominion to proceed with the development of preliminary engineering work for service of the water pumping station**

Mr. Nichols expressed concerns regarding binding the JRWA to payment of these costs if debt proceeds might not be secured within the 6 month timeframe expressed in the Dominion letter.

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

## **CLOSED MEETING**

On the motion of Mr. Goodwin, seconded by Mr. Gomez, which carried by a vote of 5-0, the Board voted to enter Closed Session at 11:10 a.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 11:58 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>
Joe Chesser	Absent
D.D. Watson	Yes/Aye
Erick Gomez	Yes/Aye
Christian R. Goodwin	Yes/Aye
Steven M. Nichols	Yes/Aye
Goodman B. Duke	Yes/Aye

**ADJOURNMENT**

On the motion of Mr. Goodwin, seconded by Mr. Gomez, which carried by a vote of 5-0, the Board voted to adjourn the September 8, 2015, meeting at 11:58 a.m.

BY ORDER OF:

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