

**JAMES RIVER WATER AUTHORITY
BOARD OF DIRECTORS
SPRING CREEK SPORTS CLUB
181 CLUBHOUSE WAY
ZION CROSSROADS, VIRGINIA
FEBRUARY 2, 2016
10:30 A.M.**

Present: Steven M. Nichols, Goodman B. Duke (Chairman), Joe Chesser (Treasurer), D.D. Watson and Christian R. Goodwin

Absent: Erick Gomez (resigned effective January 25, 2016)

Others Present: Brendan Hefty, Hefty & Wiley, P.C., Legal Counsel; Joe Modica, MBP Engineering; Pete Morris, Falconer Construction; Joe Hines, Timmons Engineering; Wayne Stephens, Fluvanna Engineer; Dianne Klaiss, Virginia Resources Authority; David Holtzman, The Central Virginian; Bobby Popowicz, Fluvanna Community Development.

CALL TO ORDER

Chairman Duke called the February 2, 2016, regular meeting of the James River Water Authority (JRWA) Board of Directors to order at 10:30 a.m. Mr. Nichols led the Board in the Pledge of Allegiance.

ADOPTION OF AGENDA

On the motion of Mr. Watson, seconded by Mr. Chesser, which carried by a vote of 5-0, the Board approved the February 2, 2016, agenda with the following additions:

- Discussion of Virginia Marine Resource Commission and Corps of Engineers permits; and
- Future addition of staff.

READING AND APPROVAL OF MINUTES OF PRECEDING MEETINGS

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 December 1st, 11th, and 30th, 2015, meetings.

FINANCIAL REPORT

Approval of Bills

Mr. Chesser stated that the Authority had \$325,127.64 in available funds. Mr. Nichols said the following bills had been received for payment:

- MBP, engineering review; \$1,040.00 and \$407.50
- Hefty, Wiley and Gore, legal services; \$7,500.00

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

DISCUSSION/INFORMATION ITEMS

Update – VRA Application

Ms. Dianne Klaiss, representing the Virginia Resources Authority, advised the Board that the spring pool application deadline was Friday, February 5th. Ms. Klaiss stated that interest rates had decreased roughly 30 basis points, and estimated debt service had accordingly decreased to about \$520,000 annually. The current application includes no capitalized interest, and there was general consensus that the funding intended to reimburse the Authority for Interim Agreement costs could be used to fund the debt service reserve fund, into which an advance deposit would be required. Mr. Watson motioned to allow Mr. Nichols to sign the application. Mr. Chesser seconded the motion, which passed 5-0. General discussion regarding required budget actions and funding availability ensued, and Ms. Klaiss noted that VRA intended to offer a Summer Pool which the Authority could utilize if necessary.

Update – Permits

Joe Hines, representing Timmons Engineering, stated that DEQ would require a minor permit modification for the new withdrawal site, and also that a wetlands delineation study would be required. He stated that DEQ had agreed to waive the permit fee. A revised permit should be in hand by April 1st, and VRMC would hold a public hearing on their permit in late March or late April. Mr. Hines said that the Department of Historic Resources Management represented an unknown, as they would not issue an opinion until the revised Joint Permit Application was in hand. General discussion ensued regarding the process for careful and respectful handling of any artifacts found while maintain reasonable construction progress. Mr. Hines also stated that VRA has not indicated an intent to delay funding based on the two permits, and that VMRC would like property acquisition underway or complete prior to the public hearing.

Discussion - Staffing

Mr. Nichols and Mr. Goodwin reviewed the increasing demands placed on the Authority by the process, which has become far more involved as construction draws closer. General discussion ensued regarding a staff member on a full or part-time basis. On the motion of Mr. Chesser, seconded by Mr. Goodwin, the Board requested a position description, duties, and potential hourly rates back to a future meeting. The motion passed 5-0.

ACTION ITEMS

Dominion Agreement

Mr. Hines noted that allowing Dominion to proceed with the evaluation of power to the pump station site was necessary. Mr. Nichols noted that though the cost was \$35,000, the Authority would only be responsible for the funding if the project did not go forward. Mr. Goodwin motioned to request an updated letter from Dominion and to authority Mr. Nichols to sign it. Mr. Chesser seconded the motion, which passed 5-0.

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 11:15 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, specifically related to the location for the pump station; and
2. Section 2.2-3711(A)(1) to discuss employment matters, including the assignment, performance of specific appointee(s), specifically related to an engineer/project manager.

RESUMPTION OF REGULAR SESSION

On the motion of Mr. Goodwin seconded by Mr. Chesser, which carried by a vote of 5-0, the Board voted to return to regular session at 11:52 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.

NAME

Joe Chesser
D.D. Watson
Erick Gomez (resigned 1/25/16)
Christian R. Goodwin
Steven M. Nichols
Goodman B. Duke

VOTE

Yes/Aye
Yes/Aye
Absent
Yes/Aye
Yes/Aye
Yes/Aye

OTHER ITEMS

Mr. Nichols motioned to request a construction management cost proposal from MBP, due prior to the end of February. Mr. Chesser seconded the motion, which passed 5-0.

Mr. Nichols motioned to lift the stop work order on the project's vendors. Mr. Chesser seconded the motion, which passed 5-0.

ADJOURNMENT

On the motion of Mr. Goodwin, seconded by Mr. Watson, which carried by a vote of 5-0, the Board voted to adjourn the February 2, 2016, meeting at 11:54 a.m.

BY ORDER OF:

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