

**James River Water Authority
Board of Directors Meeting
181 Clubhouse Way
Zion Crossroads, Virginia
April 5, 2016
10:30 A.M.**

Regular Business Meeting of the James River Water Authority Board of Directors

I. Call to Order

II. Adoption of Agenda

III. Items from the Public

IV. Approval of Minutes of Preceding Meeting

- a. March 1, 2016 – Regular Meeting

V. Financial Report

VI. Discussion/Information Items

- a. Discussion - Review of Schedule
- b. Discussion - Project Timeline
- c. Discussion - Construction Start Goal – August 1st

VII. Action Items

- a. Resolution – Approving Public Purpose Uses and Authorizing Acquisition of Necessary Property By Eminent Domain

A. Consent Agenda

B. Closed Meeting

C. Adjournment

The James River Water Authority Board of Directors reserves the right to amend and/or change the Agenda the day of the meeting.

**BY ORDER OF:
GOODMAN B. DUKE, CHAIRMAN
BOARD OF DIRECTORS
JAMES RIVER WATER AUTHORITY**

**JAMES RIVER WATER AUTHORITY
BOARD OF DIRECTORS
SPRING CREEK SPORTS CLUB
181 CLUBHOUSE WAY
ZION CROSSROADS, VIRGINIA
MARCH 1, 2016
10:30 A.M.**

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

Others Present: Brendan Hefty, Hefty & Wiley, P.C., Legal Counsel; Joe Modica, MBP Engineering; Pete Morris, Faulconer Construction; Joe Hines, Timmons Engineering; Bobby Popowicz, Fluvanna Community Development; Andy Wade, Louisa Economic Development; R.J. Wright, Faulconer Construction

CALL TO ORDER

Chairman Duke called the 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. Nichols, seconded by Mr. Chesser, which carried by a vote of 6-0, the Board approved the agenda.

READING AND APPROVAL OF MINUTES OF PRECEDING MEETINGS

On the motion of Mr. Watson, seconded by Mr. Nichols, which carried by a vote of 5-0 (with Mr. Dunning abstaining) the Board approved the minutes of the February 2, 2016, meeting.

FINANCIAL REPORT

Mr. Chesser stated that the Authority had \$316,180.64 in available funds. No bills were submitted for payment.

DISCUSSION/INFORMATION ITEMS

Update – Virginia Resources Authority (VRA) Debt Application

Mr. Goodwin briefed the Board on the most recent conference call regarding debt issuance. He noted that inclusion in the Spring Pool was still a possibility, but that VRA's deadline for approval resolutions was April 1, 2016, which would necessitate a special meeting of the Authority Board to consider the resolutions. The amount is dependent on property access in order to finalize the price for the project.

Update – Guaranteed Maximum Price (GMP)

Joe Hines, representing Timmons Engineering, stated that the GMP is dependent on property access. Mr. Goodwin asked if access was granted, how much time would be required after that to finalize the GMP. Mr. Hines responded that 30-60 days would be required, but that a realistic ceiling for the purposes of issuing debt might be developed in the next two weeks. Mr. Nichols and Mr. Goodwin agreed to discuss the issue with their governing bodies.

Update – Property Access

Mr. Hefty noted that the Authority was legally required to provide a letter detailing access needs and to give the property owner 15 days to respond. If access is not granted, the Authority would provide another letter stating intent to access, and to provide the owner another 15 days to respond. Mr. Hines noted that accessing the river during this calendar year is becoming a potential concern.

Update – Project Timeline and Permit

Mr. Hines noted that 2017 was still a possibility for construction completion, but that the potentially rising material pricing represents a need to move forward. Mr. Hines stated that the Virginia Marine Resources Commission had placed consideration of its permit for the JRWA on the VMRC's docket for April 28th, and that they will need related materials approximately 3 weeks in advance. He noted that VMRC may favor the "open cut" option for crossing the Rivanna River. Finally, Mr. Hines stated that DEQ will not approve the minor modification for the pump station/intake location until the wetland delineation study had been completed.

ACTION ITEMS

Election of Vice Chairman

Mr. Chesser nominated Mr. Watson for the position of Vice Chairman for the James River Water Authority Board. Mr. Goodwin seconded the motion, which passed 6-0.

CLOSED MEETING

On the motion of Mr. Chesser, seconded by Mr. Watson, which carried by a vote of 6-0, the Board voted to enter Closed Session at 10:58 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 pump station parcel.
2. 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, specifically related to construction management services.

RESUMPTION OF REGULAR SESSION

On the motion of Mr. Goodwin seconded by Mr. Watson, which carried by a vote of 6-0, the Board voted to return to regular session at 11:35 a.m.

RESOLUTION - CERTIFICATION OF CLOSED SESSION

On the motion of Mr. Nichols, seconded by Mr. Goodwin, which carried by a vote of 6-0, 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
Mark Dunning
Christian R. Goodwin
Steven M. Nichols
Goodman B. Duke

VOTE

Yes/Aye
Yes/Aye
Yes/Aye
Yes/Aye
Yes/Aye
Yes/Aye

OTHER ITEMS

Mr. Goodwin motioned to allow Mr. Nichols to sign necessary property access letters. Mr. Watson seconded the motion, which passed 6-0.

Mr. Goodwin motioned to direct Mr. Hefty to draft a Request for Proposals for construction management services. Mr. Chesser seconded the motion, which passed 6-0.

ADJOURNMENT

On the motion of Mr. Goodwin, seconded by Mr. Watson, which carried by a vote of 6-0, the Board voted to adjourn the meeting at 11:38 a.m.

BY ORDER OF:

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

DRAFT

**BOARD OF DIRECTORS
JAMES RIVER WATER AUTHORITY
RESOLUTION**

At a regular meeting of the Board of Directors of the James River Water Authority held in the Spring Creek Sports Club, 181 Clubhouse Way, Zion Crossroads, Virginia, at 10:30 a.m. on the 5th day of April 2016, at which the following members were present, the following resolution was adopted by a majority of all members of the Board of Directors, the vote being recorded in the minutes of the meeting as shown below:

<u>PRESENT</u>	<u>VOTE</u>
Goodman B. Duke	
D. D. Watson.....	
Joe Chesser.....	
Mark Dunning.....	
Christian R. Goodwin	
Steven M. Nichols.....	

On the motion of Mr. _____, seconded by Mr. _____, which carried by a vote of _-_, the following resolution was adopted:

**RESOLUTION APPROVING PUBLIC USES AND AUTHORIZING ACQUISITION OF
NECESSARY PROPERTY BY EMINENT DOMAIN**

WHEREAS, the James River Water Authority (the "Authority") is planning to construct a raw water intake and pump station and pipeline with associated appurtenances using the James River in Fluvanna County as a source ("Project"); and

WHEREAS, the intake structure and pumping station are to be utilized by the Counties of Fluvanna and Louisa as customers of the JRWA; and

WHEREAS, this Project is an important part of each County's plans to provide reliable and adequate sources of water for the future needs of their respective citizens; and

WHEREAS, the intake structure is proposed to be located beneath the water surface in the James River, upstream of its confluence with the Rivanna River and from the uptake structure, underground pipes will carry water drawn from the river to a raw water pump station situated on higher ground where it will be necessary to construct an above-ground structure, and an access driveway, at the pump station site and additional underground piping will convey water from the pump station, in a northerly direction, to a point north of Route 6 west of Columbia; and

WHEREAS, the Authority has determined that in order to construct the Project it must acquire approximately 2.0 acres in fee simple on tax map parcel 61-A-4 and/or easements on the following Tax Map Parcels: 61-A-4, 53-A-61, 53-A-62, 53-A-62C, 53-A-63, 53-11-5, 53-11-19 ("Property") by condemnation or other means; and

WHEREAS, the Authority has conducted a public hearing in accordance with Virginia Code §15.2-1903(B) to determine the necessity for condemnation and has carefully considered the recommendations of staff and public testimony, if any, at the public hearing; and

WHEREAS, the Board finds it necessary and proper to use its statutory “quick-take” powers” pursuant to Virginia Code §15.2-5114 and §25.1-300 et seq. to enter on the affected properties in order to take and use the property needed to begin work on the Project.

NOW THEREFORE, BE IT RESOLVED,

1. that the construction of the raw water intake and pump station and pipeline with associated appurtenances using the James River in Fluvanna County as a source Project is for a public use, necessary for the health and welfare and in the best interests of the people served by the Authority; and
2. that the acquisition of the Property is necessary for the construction of the raw water intake and pump station and pipeline with associated appurtenances using the James River in Fluvanna County as a source and the Authority hereby certifies that it has reviewed such acquisitions for compliance with Virginia Code §1-219 and has determined that they are authorized thereunder as a public use for which the Authority may exercise its powers of eminent domain; and
3. that the Authority shall cause bona fide offers of just compensation to be made to each of the following owners of Property, setting forth the compensation and damages offered by the Authority for the acquisition of Property which shall be at 100% of the fair market value:

Parcel	Owner	Fee Simple +/-	Easement Area Acreage +/-		
			Perm. Utility	Temp. Const.	Perm. Access
61-A-4	Hammond	2.0	0.52	4.21	0.10
53-A-61	Bialkowski	0.0	0.76	2.49	1.38
53-A-62	Point of Fork Farm	0.0	0.66	0.67	1.33
53-A-62C	Point of Fork Farm	0.0	0.00	0.00	0.54
53-A-63	Bialkowski	0.0	0.00	0.00	0.18
53-11-5	Lyttle	0.0	0.21	0.77	0.00
53-11-19	CVEC	0.0	0.11	0.52	0.00

4. that if the owners of any of the above parcels have not accepted the Authority’s offer of fair market value and executed the necessary documents by the deadline date specified in the letter making such offer, then the Authority or his designee is authorized to file a Certificate of Take and Certificate of Deposit among the land records of Fluvanna County; and
5. that the Authority or their designees are further authorized and directed to sign the required Certificates and to deposit the estimated fair market value of the required temporary construction easements with the Clerk of the Fluvanna County Circuit Court

on behalf of the Authority and for the benefit of the respective property owners, in accordance with the applicable state statutes; and

6. Upon the filing of such Certificates, the deposit of such funds and the completion of any other statutory requirements for exercise of the “quick-take” condemnation process, the Authority shall be deemed to have acquired each of the rights to the Property described above, and the Authority staff, project engineers and project contractor and their respective employees, subcontractors and agents shall be authorized to enter on each of the properties to execute the Project; and
7. Notwithstanding the foregoing, the Authority or its representative is authorized to continue negotiating with the owners of the parcels described above to obtain a voluntary settlement and conveyance if, in his sole judgment there is a reasonable possibility that such negotiation will be successful.

BE IT FURTHER RESOLVED that this Resolution, as approved by the James River Water Authority Board upon due consideration and after all required public notice and hearing, shall take effect immediately this 5th day of April, 2016.

Chairman, Goodman B. Duke
James River Water Authority

This is a true copy of the Resolution

Attest:

Name: _____
Title: _____