

**JAMES RIVER WATER AUTHORITY
BOARD OF DIRECTORS
SPRING CREEK SPORTS CLUB
181 CLUBHOUSE WAY
ZION CROSSROADS, VIRGINIA
JUNE 7, 2016
10:30 A.M.**

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

Absent: D.D. Watson

Others Present: Mr. Brendan Hefty, Legal Counsel (Hefty, Wiley, and Gore); Joe Hines, Timmons Group; Joe Modica, MBP; R.J. Wright (Faulconer Construction); Pete Morris (Faulconer Construction); Eric Dahl (Fluvanna County); Wayne Stephens (Fluvanna County)

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

The following items were added:

- Consideration of nonsuit of the lawsuit against Fluvanna County
- Designation of FOIA Officer
- Consideration of minutes addendum for access negotiation

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

READING AND APPROVAL OF MINUTES OF PRECEDING MEETINGS

On the motion of Mr. Nichols, seconded by Mr. Chesser, which carried by a vote of 5-0, the Board approved the minutes of the May 3, 2016, meeting.

FINANCIAL REPORT

Mr. Chesser reported that the Authority had a balance of \$260,502.35 available, and also that Louisa had paid more than the amount necessary to finance the debt service reserve fund.

On the motion of Mr. Nichols, seconded by Mr. Goodwin, which carried by a vote of 5-0, the Board voted to reimburse Louisa County in the amount of \$10,282.82.

The following bills were presented for payment:

- Raymond James; Financial Advisor: \$49,505.98
- United Postal Service; courier: \$25.77
- Randolph, Boyd, Cherry, Vaughan; property acquisition guidance: \$2,553.50
- Troutman Sanders; bond counsel: \$70,500

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

On the motion of Mr. Nichols, seconded by Mr. Goodwin, which carried by a vote of 5-0, the Board approved payment to the Virginia Resources Authority in the amount of \$470,288 for the required debt service reserve fund.

DISCUSSION/INFORMATION ITEMS

Update – Construction Management Proposals and Review Process

Mr. Dunning stated that Mr. Goodwin, Mr. Stephens, Mr. Robins and himself had evaluated the proposals and conducted interviews for MBP, Hurtt and Proffit, and Gannett Fleming. Mr. Goodwin stated that the Committee wished to move forward with negotiations with MBP and would have a recommendation pending negotiations at the next meeting of the Authority. The Board had no issue with the proposed course of action.

A brief discussion regarding a logo for the JRWA ensued.

ACTION ITEMS

Agreement between Authority and Fluvanna County

Mr. Nichols reviewed the resolution passed by Fluvanna County, in which Fluvanna agreed to reimburse \$525,039 which constitute costs associated with the new pump station/intake and pipeline location. Fluvanna would reimburse this amount up front, while its share of labor, materials, and other escalated costs would be paid as normal.

On the motion of Mr. Chesser, seconded by Mr. Dunning, which passed by a vote of 5-0, the Board approved the agreement.

Colonial Pipeline Encroachment Agreement

Mr. Hefty stated that the Board's prior approval of the agreement directed the Chairman to execute it, when in fact Mr. Nichols' did so. As such, the action needed to be ratified.

On the motion of Mr. Goodwin, seconded by Mr. Nichols, which was approved by a vote of 5-0, the Board approved Mr. Nichols' execution of the document.

Member Agreement to Join the Virginia Association of Counties Self Insurance Risk Pool

Mr. Dahl stated that this insurance policy was required in accordance with the terms set forth by the Virginia Resources Authority for the debt issuance.

On the motion of Mr. Goodwin, seconded by Mr. Nichols, which passed by a vote of 5-0, the Board voted to approve the agreement.

Nonsuit of the Lawsuit against Fluvanna County

Mr. Goodwin stated that both the Authority and Louisa County had begun legal proceedings against Fluvanna County in the wake of that County's actions on the Special Use Permits for the water project in December, 2015. As those issues have been resolved and Fluvanna has agreed to its share of the increased costs associated with the situation, Louisa had agreed to nonsuit its proceedings. Mr. Hefty stated that he saw no reason to continue the JRWA's proceedings.

On the motion of Mr. Dunning, seconded by Mr. Chesser, which passed by a vote of 5-0, the Board agreed to nonsuit the lawsuit against Fluvanna.

Freedom of Information Act (FOIA) Officer

Mr. Hefty reviewed the new state requirements regarding the designation of a FOIA Officer. Mr. Nichols stated that his FOIA Officer for Fluvanna was a logical choice for the designation. On the motion of Mr. Nichols, seconded by Mr. Goodwin, which passed by a vote of 5-0, the Board designated Kelly Harris as the Authority's FOIA Officer.

Minutes

Mr. Goodwin agreed to ensure that the March 30 minutes had been created, and that they were inclusive of authorization for access negotiation.

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 meeting at 11:04 a.m.

BY ORDER OF:

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

James River Water Authority
Balance Sheet
As of June 24, 2016

	Total
ASSETS	
Current Assets	
Bank Accounts	
100 Virginia Community Bank	662,956.10
Total Bank Accounts	\$662,956.10
Other current assets	
Uncategorized Asset	-25,000.00
Total Other current assets	\$ -25,000.00
Total Current Assets	\$637,956.10
TOTAL ASSETS	\$637,956.10
LIABILITIES AND EQUITY	
Liabilities	
Current Liabilities	
Other Current Liabilities	
201 PPEA Analysis	0.00
Total Other Current Liabilities	\$0.00
Total Current Liabilities	\$0.00
Total Liabilities	\$0.00
Equity	
Retained Earnings	652,458.96
Net Income	-14,502.86
Total Equity	\$637,956.10
TOTAL LIABILITIES AND EQUITY	\$637,956.10

Friday, Jun 24, 2016 12:35:50 PM PDT GMT-4 - Cash Basis

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