

**JAMES RIVER WATER AUTHORITY  
BOARD OF DIRECTORS  
SPRING CREEK SPORTS CLUB  
181 CLUBHOUSE WAY  
ZION CROSSROADS, VIRGINIA  
January 3, 2017  
10:30 A.M.**

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**Present:** Goodman Duke (Chairman), Joe Chesser (Treasurer), D.D. Watson, Mark Dunning (arrived 10:38 a.m.), Steven Nichols, and Christian Goodwin

**Others Present:** Mr. Brendan Hefty, Legal Counsel (Hefty, Wiley, and Gore); Pete Morris (Faulconer Construction); Greg Krysiniaik (Faulconer Construction); Eric Dahl (Fluvanna County); Pam Baughman (Louisa Water Authority); Andy Wade (Louisa County)

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**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. Chesser, seconded by Mr. Watson, which carried by a vote of 5-0, the Board approved the agenda.

**APPROVAL OF MINUTES OF PRECEDING MEETINGS**

On the motion of Mr. Chesser seconded by Mr. Watson, which carried by a vote of 5-0, the Board approved the minutes of the December 6, 2016, meeting.

**FINANCIAL REPORT**

Bills included in the packet were considered and it was noted that the payment for Randolph, Boyd, Cherry and Vaughan should be \$5,281.50 per the invoice. On the motion of Mr. Nichols, seconded by Mr. Watson, which carried by a vote of 5-0, the Board approved the payment.

**DISCUSSION/INFORMATION ITEMS**

**Discussion – Comprehensive Agreement with Faulconer**

Mr. Hefty noted that while the agreement had been approved by the Board in May, 2016, several outstanding details have since required resolution. These have been worked out, and the agreement is satisfactory in his estimation. He noted that the overall price had increased by \$28,864.90. Faulconer agreed to research the difference, which may be considered as a change order in the future. On the

motion of Mr. Nichols, seconded by Mr. Watson, which carried by a vote of 6-0, the Board approved execution of the agreement at the initially approved (in May, 2016) price of \$7,909,866.10.

#### **Discussion – Easement Acquisition Status**

Mr. Hefty reported that Certificates of Take had been filed for two remaining properties, and requested a discussion during closed session.

#### **Discussion – Army Corps of Engineers Permit Status**

Mr. Pete Morris reported that now that necessary easement acquisitions were in progress, the Department of Historic Resources Management and the Corps would be meeting during January to evaluate any impacts.

#### **Update – Accounting System Conversion to MUNIS**

Mr. Dahl stated that he had talked to his auditors, and is prepared to load current year expenditures into MUNIS. Mr. Chesser will still issue checks, and will receive statements from Virginia Community Bank. MUNIS will be used for financial reporting.

#### **ACTION ITEMS**

##### **Reimbursements to Member Localities**

Mr. Nichols summarized the resolution in the Board packet, which reimburses each locality for its contributions less current fiscal year budgeted operational costs. On the motion of Mr. Goodwin, seconded by Mr. Watson, which passed by a vote of 6-0, the Board approved the resolution and directed the Treasurer to issue checks.

##### **Other**

Mr. Goodwin noted that representatives from the JRWA had presented on the project at the Governor's Infrastructure Financing Conference.

#### **CLOSED SESSION**

On the motion of Mr. Nichols, seconded by Mr. Watson, which carried by a vote of 6-0, the Board voted to enter Closed Session at 10:52 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.

## **RESUMPTION OF REGULAR SESSION**

On the motion of Mr. Goodwin seconded by Mr. Nichols, which carried by a vote of 6-0, the Board voted to return to regular session at 11:12 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  
Mark Dunning  
Christian R. Goodwin  
Steven M. Nichols  
Goodman B. Duke

### **VOTE**

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

## **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 11:13 a.m.

BY ORDER OF:

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