

**James River Water Authority
Board of Directors Meeting
181 Clubhouse Way
Zion Crossroads, Virginia
January 3, 2017
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. December 6, 2016 – Regular Meeting

V. Financial Report

- a. Approval of Bills

VI. Discussion/Information Items

- a. Discussion – Comprehensive Agreement with Faulconer
- b. Discussion – Easement Acquisition Status
- c. Discussion – Army COE Permit Status
- d. Update – Accounting System Conversion from QuickBooks to MUNIS

VII. Action Items

- a. Resolution – To Return Funding Contributions to Fluvanna County and Louisa County

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

LAW OFFICES
RANDOLPH, BOYD, CHERRY AND VAUGHAN

14 EAST MAIN STREET
RICHMOND, VIRGINIA 23219
(804) 643-6611
FAX NO. (804) 783-2765

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www.rbcvlaw.com

B. RANDOLPH BOYD
FRANCIS A. CHERRY, JR.
ERNEST C. VAUGHAN, JR.
SARAH M. SAUNDERS

H. ARMISTEAD BOYD (1912-1979)
BEVERLEY H. RANDOLPH, JR. (1908-1987)

J. BAKER McCLANAHAN, JR.
F. ADAM CHERRY, III

CHARLES CITY OFFICE
P.O. BOX 85
CHARLES CITY, VIRGINIA 23030
(804) 652-2176

November 29, 2016

Steven M. Nichols
P.O. Box 540
Palmyra, Virginia 22963

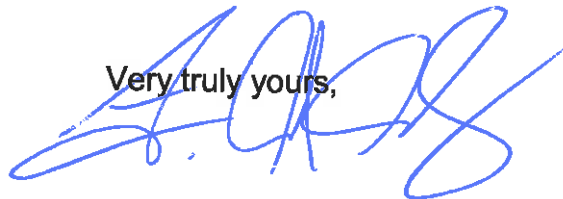
Re: James River Water Authority – James River Water Pipeline Project

Dear Steven:

Enclosed please find our interim statement for all time in the captioned matter which I trust you will find in order.

Thank you and please call should you have any questions.

Very truly yours,



F. Adam Cherry, III.

AC/ckg
Enclosure
cc Brendan S. Hefty, Esq. (w/enclosure)

RANDOLPH, BOYD, CHERRY and VAUGHAN
14 East Main Street
Richmond, VA 23219
Tax ID #54-1116143

Invoice submitted to:

James River Water Authority
c/o Steven M. Nichols
County Administrator - Fluvanna County
P.O. Box 540
Palmyra, VA 22963

November 29, 2016

In Reference To: James River Water Authority
James River Water Pipeline Project

INTERIM BILL FOR ALL TIME FROM JUNE 28
THROUGH NOVEMBER 29, 2016

Invoice # 17265
Professional services

		<u>Hours</u>	<u>Amount</u>
7/5/2016	AC Review revised easement agreements on Bialkowski and Seay; edits to same; telephone conf. Brendan Hefty re same; email to JRWA, KDR and Hefty;	1.50	\$322.50
7/12/2016	AC Review KDR's revised offer letter and exchange emails with KDR re same;	0.30	\$64.50
	AC Review final drafts of the easements and plats on Bialkowski and Point of Fork along with various emails; email to JRWA group;	0.80	\$172.00

		<u>Hours</u>	<u>Amount</u>
7/12/2016	AC Review KDR's offer packages on Bialkowski and Point of Fork; email to KDR and JRWA re same;	1.00	\$215.00
7/18/2016	AC Telephone conf. Joe Hines and review statutes in Chapter 56 in preparation for Hines' meeting with Dominion;	0.70	\$150.50
7/25/2016	AC Telephone conf. B Hefty re C. Lollar	0.20	\$43.00
8/10/2016	AC Receive and review final plats and various emails on Bialkowski and Point of Fork acquisitions; notes to file;	0.40	\$86.00
8/17/2016	AC Telephone conf. B. Hefty re J. Hines comments on plats;	0.20	\$43.00
	AC Review email from J. Hines re plats and preparation of offer packages; voice mail to B. Hefty re same and note to file;	0.30	\$64.50
	AC Exchange emails with Joe Hines about landowners and plats;	0.30	\$64.50
8/18/2016	AC Receive and review latest versions of Point of Fork and Seay plats; note to file;	0.40	\$86.00
	AC Exchange emails with Joe Hines re temporary construction easement issue; review easement language;	0.40	\$86.00
	AC Review plats and TCE issue; exchange emails with John Robbins re same;	0.50	\$107.50

		<u>Hours</u>	<u>Amount</u>
8/22/2016	AC	Receive and review amended final plats on Bialkowski and Point of Fork;	0.30 \$64.50
	AC	Telephone conf. B. Hefty re easements and plats; review CSX deed/plat; email to JRWA folks re CSX area;	1.00 \$215.00
9/8/2016	AC	Telephone conf. B. Hefty re Hines' revisions to plats;	0.30 \$64.50
	AC	Review amended plats from Hines; review CSX title documents; exchange emails with Hines and Hefty re same;	1.00 \$215.00
9/12/2016	AC	Receive and review KDR's offer packages on Bialkowski and Point of Fork; receive and review County's edits/comments on same; notes to file;	1.00 \$215.00
10/25/2016	AC	Telephone conf. Brendan Hefty re status of offers and next steps moving forward; review file; leave voice mail for J. Dykes;	0.50 \$107.50
10/26/2016	AC	Telephone conf. Brendan Hefty re resolution issues; review statutes;	0.50 \$107.50
	AC	Draft memo to B. Hefty regarding resolution;	1.00 \$215.00
	AC	Telephone conf. Jeff Dykes re status of negotiations on Bialkowski and Point of Fork; notes to file; review resolution and compare same with offer letters and final	1.70 \$365.50

		<u>Hours</u>	<u>Amount</u>
	plats; memo to FAC; office conf. FAC re same; note to file;		
10/26/2016	FAC Confer AC re redo of public hearing due to changes in plans and review Section 15.2-1903	0.30	\$93.00
10/27/2016	AC Exchange emails B. Hefty re resolution; draft "to do" list;	1.00	\$215.00
10/31/2016	AC Multiple telephone conferences with Hefty re resolution and survey; review same; telephone conf. J. Dykes; conf. call with Goodwin and Nichols; draft notice of intent letters;	2.70	\$580.50
11/3/2016	AC Email to Hefty re status of CSX crossing issue;	0.20	\$43.00
11/28/2016	AC Review KDR's file on Bialkowski and Point of Fork negotiations and properties; draft certificates of take on Bialkowski and Point of Fork; conf. FAC re same; exchange various emails with Authority; telephone conf. Jeff Dykes; telephone conf. Brendan Hefty re access language; notes to file;	5.50	\$1,182.50
	FAC Review, edit and state questions re first draft of two certificates of take	0.30	\$93.00
For professional services rendered		<u>24.30</u>	<u>\$5,281.50</u>

Attorney Summary			
<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Francis A. Cherry, Jr.	0.60	\$310.00	\$186.00
F. Adam Cherry	23.70	\$215.00	\$5,095.50

**JAMES RIVER WATER AUTHORITY
BOARD OF DIRECTORS
SPRING CREEK SPORTS CLUB
181 CLUBHOUSE WAY
ZION CROSSROADS, VIRGINIA
December 6, 2016
10:30 A.M.**

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

Absent: Goodman B. Duke (Chairman)

Others Present: Mr. Brendan Hefty, Legal Counsel (Hefty, Wiley, and Gore); Walter “Nat” Perkins (MBP); Pete Morris (Faulconer Construction); Eric Dahl (Fluvanna County); Pam Baughman (Louisa Water Authority); Wayne Stephens (Fluvanna County); Joe Hines (Timmons Group); David Saunders (Timmons Group); Jason Smith (Fluvanna County)

CALL TO ORDER

Mr. Watson called the meeting of the James River Water Authority (JRWA) Board of Directors to order at 10:31 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 5-0, the Board approved the agenda.

APPROVAL OF MINUTES OF PRECEDING MEETINGS

On the motion of Mr. Nichols, seconded by Mr. Dunning, which carried by a vote of 5-0, the Board approved the minutes of the November 1, 2016, meeting.

FINANCIAL REPORT

Bills were presented for property acquisition (\$5,200 and \$4,300 for separate parcels) and for Virginia Community Bank (\$10 wire transfer fee). On the motion of Mr. Goodwin, seconded by Mr. Chesser, which carried by a vote of 5-0, the Board approved the bills as presented.

DISCUSSION/INFORMATION ITEMS

Discussion – Financial and Accounting Services Options Update

Mr. Goodwin noted that the governing bodies of Louisa and Fluvanna raised no significant concerns with the plan to have Fluvanna maintain the Authority’s financial records, since Fluvanna is the

Authority's fiscal agent. General discussion ensued and it was agreed that the Authority would maintain the current custody of funds and check signature structure. Steven Wunsh, CPA will perform the audit as normal, and Quickbooks will be maintain until such time as records are uploaded into Fluvanna's accounting system, at which point Quickbooks will be archived. Mr. Chesser will work with Mr. Dahl to facilitate such.

Permit Update

Mr. Joe Hines of Timmons Group provided an update on the Corps of Engineer permit. The Virginia Department of Historic Resources (VDHR) had identified the Area of Potential Effect for the Louisa portion of the project, which facilities moving forward with similar efforts for the JRWA portion. Timmons is working on a mitigation plan, and a meeting with VDHR will take place prior to 12/31, in which a timeline will be established.

ACTION ITEMS

Comprehensive Agreement

Mr. Hefty stated that a few remaining fine points in the Agreement were being finalized, and that Faulconer was in possession of the latest draft. Mr. Pete Morris of Faulconer stated that these should be resolved shortly and that the document would be ready for execution by the next meeting.

Reimbursements to Member Localities

Mr. Goodwin and Mr. Nichols stated that Boards for both counties were supportive of the reimbursement. Mr. Nichols suggested that each locality be reimbursed \$500,000 since both had contributed \$537,500. The remainder would be used for ongoing JRWA operations. Mr. Eric Dahl of Fluvanna noted that the Authority had approved a budget for FY17 had been approved by the Authority, and suggested that the reimbursements to the locality be the remainder of the total less the locality budget contributions to the Authority. This was generally agreed upon, and Mr. Nichols agreed to prepare a resolution with supporting document in advance of the next Authority meeting.

Other

Brief discussion of the MBP agreement for construction management ensued, and Mr. Watson agreed to sign the agreement since Mr. Duke was absent.

CLOSED SESSION

On the motion of Mr. Goodwin, seconded by Mr. Watson, which carried by a vote of 5-0, the Board voted to enter Closed Session at 10:59 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.

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.

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 11:09 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
(absent)

OTHER MATTERS

On the motion of Mr. Chesser, seconded by Mr. Dunning, the Board unanimously voted to amend the Authority's offer with regard to purchase of Point of Fork Farm, LLC property to \$9,738.

ADJOURNMENT

On the motion of Mr. Goodwin, seconded by Mr. Dunning, which carried by a vote of 5-0, the Board voted to adjourn the meeting at 11:10 a.m.

BY ORDER OF:

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

JAMES RIVER WATER AUTHORITY

Palmyra, Virginia

RESOLUTION No. 17-001

A RESOLUTION TO RETURN FUNDING CONTRIBUTIONS TO FLUVANNA COUNTY AND LOUISA COUNTY

WHEREAS, the County of Fluvanna and the County of Louisa (the “Counties”) have previously agreed to fund the design, permitting, construction, and operation of the James River Water Authority (the “Authority”); and

WHEREAS, the Authority acquired debt funding from the Virginia Resources Authority (VRA) in May 2016 to fund the water intake, pump station, and pipeline facilities; and

WHEREAS, certain costs incurred by the Authority for the design, permitting, and construction of the project are reimbursable from the debt proceeds; and

WHEREAS, the Counties have each contributed funding to the Authority as listed below; and

Date	Fluvanna Contributions	Louisa Contributions
November 2013	\$25,000	\$25,000
May 2014	\$150,000	\$150,000
May 2015	\$362,500	\$362,500
TOTAL	\$537,500	\$537,500

WHEREAS, debt service and other operational costs for the Authority are budgeted to be \$357,064.18 for Fiscal Year 2017; and

WHEREAS, such costs are equally attributable to the Counties; and

WHEREAS, the Authority wishes to reimburse the Counties for their funding contributions, less the FY17 contributions due to the Authority as shown below; and

Category	Fluvanna County	Louisa County
Prior County Contributions	\$537,500.00	\$537,500.00
Fiscal Year 2017 Operations Costs	- \$178,532.09	- \$178,532.09
BALANCE	\$358,967.91	\$358,967.91

NOW, THEREFORE BE IT RESOLVED, on this 3rd day of January, 2017, that the James River Water Authority Board hereby authorizes a refund payment to the County of Fluvanna in the amount of \$358,967.91; and

BE IT FURTHER RESOLVED, that the James River Water Authority Board hereby authorizes a refund payment to the County of Louisa in the amount of \$358,967.91.

THE FOREGOING RESOLUTION WAS DULY AND REGULARLY ADOPTED by the James River Water Authority Board at a meeting of the Authority held on the 3rd day of January, 2017, by the following vote:

Member	Motion	Second	Ayes	Nays	Absent
Duke (Chair)					
Watson (Vice Chair)					
Chesser (Sec/Treasurer)					
Dunning					
Goodwin					
Nichols					

ATTEST: _____
Witness

JRWA Chairman

James River Water Authority

APPROVED: JULY 5, 2016

FY17 BUDGET

					Projected Budgets			
ACCT NO.	ACCOUNT DESCRIPTION	FY17 REQUEST	FY17 ADOPTED	ACCOUNT DETAILS	FY18 BUDGET	FY19 BUDGET	FY20 BUDGET	FY21 BUDGET
REVENUE								
	RAW WATER SERVICE AGREEMENT - FLUVANNA COUNTY	\$ 178,532.09	\$ 178,532.09		\$ 253,475.01	\$ 252,979.69	\$ 252,268.75	\$ 253,665.63
	RAW WATER SERVICE AGREEMENT - LOUISA COUNTY	\$ 178,532.09	\$ 178,532.09		\$ 253,475.01	\$ 252,979.69	\$ 252,268.75	\$ 253,665.63
	MISC REVENUE	\$ -	\$ -		\$ -	\$ -	\$ -	\$ -
	INTEREST INCOME	\$ -	\$ -		\$ -	\$ -	\$ -	\$ -
	SUPPLEMENTAL APPROPRIATION - FLUVANNA COUNTY	\$ -	\$ -		\$ -	\$ -	\$ -	\$ -
	SUPPLEMENTAL APPROPRIATION - LOUISA COUNTY	\$ -	\$ -		\$ -	\$ -	\$ -	\$ -
	USE OF FUND BALANCE	\$ -	\$ -		\$ -	\$ -	\$ -	\$ -
		\$ -	\$ -		\$ -	\$ -	\$ -	\$ -
	INCOME TOTAL	\$ 357,064.18	\$ 357,064.18		\$ 506,950.01	\$ 505,959.38	\$ 504,537.50	\$ 507,331.25
EXPENSE								
	FULL-TIME SALARIES & WAGES	\$ -	\$ -	When is staffing required? (Fluvanna/Louisa staffing)	\$ -	\$ -	\$ -	\$ -
	PART-TIME SALARIES & WAGES	\$ -	\$ -	N/A	\$ -	\$ -	\$ -	\$ -
	OVERTIME PAY	\$ -	\$ -	N/A	\$ -	\$ -	\$ -	\$ -
	FICA	\$ -	\$ -	N/A	\$ -	\$ -	\$ -	\$ -
	MEDICAL INSURANCE	\$ -	\$ -	N/A	\$ -	\$ -	\$ -	\$ -
	WORKER'S COMPENSATION	\$ -	\$ -	N/A	\$ -	\$ -	\$ -	\$ -
	BOARD MEMBER FEES	\$ -	\$ -	N/A	\$ -	\$ -	\$ -	\$ -
	PROFESSIONAL SERVICES	\$ 33,000.00	\$ 33,000.00	Audit (\$3K) & Legal (\$30K)	\$ 33,000.00	\$ 33,000.00	\$ 33,000.00	\$ 33,000.00
	PERMITS AND FEES	\$ -	\$ -	N/A	\$ -	\$ -	\$ -	\$ -
	CONSULTING SERVICES	\$ -	\$ -	Construction Contract?	\$ -	\$ -	\$ -	\$ -
	OUTSIDE ANALYTICAL SERVICES	\$ -	\$ -	N/A	\$ -	\$ -	\$ -	\$ -
	MAINTENANCE CONTRACTS	\$ -	\$ -	N/A	\$ -	\$ -	\$ -	\$ -
	BLDGS EQUIP VEHICLE REP & MAINT	\$ -	\$ -	N/A	\$ -	\$ -	\$ -	\$ -
	ADVERTISING	\$ 2,500.00	\$ 2,500.00		\$ 2,500.00	\$ 2,500.00	\$ 2,500.00	\$ 2,500.00
	UNIFORMS	\$ -	\$ -	N/A	\$ -	\$ -	\$ -	\$ -
	LAUNDRY AND DRY CLEANING	\$ -	\$ -	N/A	\$ -	\$ -	\$ -	\$ -
	UTILITIES	\$ -	\$ -	N/A	\$ -	\$ -	\$ -	\$ -
	POSTAL SERVICES	\$ 250.00	\$ 250.00		\$ 250.00	\$ 250.00	\$ 250.00	\$ 250.00
	TELECOMMUNICATIONS	\$ -	\$ -	N/A	\$ -	\$ -	\$ -	\$ -
	INSURANCE	\$ 1,625.00	\$ 1,625.00		\$ 1,625.00	\$ 1,625.00	\$ 1,625.00	\$ 1,625.00
	LEASE/RENT	\$ -	\$ -	N/A	\$ -	\$ -	\$ -	\$ -
	TRAINING	\$ -	\$ -	N/A	\$ -	\$ -	\$ -	\$ -
	DUES OR ASSOCIATION MEMBERSHIP	\$ -	\$ -	AWWA - American Waterworks Assoc	\$ -	\$ -	\$ -	\$ -
	OFFICE SUPPLIES	\$ 250.00	\$ 250.00		\$ 250.00	\$ 250.00	\$ 250.00	\$ 250.00
	CHEMICAL SUPPLIES	\$ -	\$ -	N/A	\$ -	\$ -	\$ -	\$ -
	GENERAL MATERIALS AND SUPPLIES	\$ -	\$ -	N/A	\$ -	\$ -	\$ -	\$ -
	FUEL	\$ -	\$ -	N/A	\$ -	\$ -	\$ -	\$ -
	VEHICLE/POWER EQUIP SUPPLIES	\$ -	\$ -	N/A	\$ -	\$ -	\$ -	\$ -
	DEBT SERVICE	\$ 319,439.18	\$ 319,439.18		\$ 469,325.01	\$ 468,334.38	\$ 466,912.50	\$ 469,706.25
		\$ -	\$ -		\$ -	\$ -	\$ -	\$ -
	EXPENSE TOTAL	\$ 357,064.18	\$ 357,064.18		\$ 506,950.01	\$ 505,959.38	\$ 504,537.50	\$ 507,331.25