

At a regular meeting of the Caroline County Board of Supervisors held on Tuesday, September 22, 2020 in the auditorium of the Community Services Center, located at 17202 Richmond Turnpike, Milford, Virginia 22514.

PRESENT

Jeffery M. Sili – Chairman, Bowling Green District
Floyd W. Thomas – Vice-Chair, Mattaponi District
Jeffrey S. Black – Western Caroline District
Clayton F. Forehand – Madison District
Nancy L. Long – Port Royal District
Reginald L. Underwood – Reedy Church District

ALSO PRESENT

Charles M. Culley, Jr. – County Administrator
Alan L. Partin – Deputy County Administrator
Michael A. Finchum – Director of Planning & Community Development
Jason R. Loftus – Fire-EMS Chief
Donnell S. Howard – Director of Parks & Recreation
David Sadler – Director of Information Technology
Tomeka C. Smith – Finance Director
Megan Upshaw – Library Director
Benjamin W. Emerson – County Attorney (*Via videoconference*)

CALL TO ORDER

Chairman Sili called the meeting to order at approximately 6:00 p.m.

INVOCATION

Supervisor Black led the invocation.

PLEDGE OF ALLEGIANCE

Chairman Sili led the Pledge of Allegiance.

OPENING BOARD COMMENTS

Supervisor Black suggested a worksession to discuss providing internet to County citizens, especially in the more rural areas. He stated that he had the privilege of attending a meeting at the Caroline Moose Lodge with the President of the Moose Lodge International and talked about the significance of him coming to the County. He informed the other Board members that Aqua was proposing an 8% rate increase and he had received several complaints from citizens. He then noted

that Spotsylvania County had recently given kudos to Caroline County at a recent meeting for providing CARES funds to the school system.

Supervisor Long noted that she had recently attended the GWRC and FAMPO meetings and would be attending the Tidewater Basin Commission meeting in Tappahannock tomorrow. She said the A.P. Hill Steering Committee meeting was scheduled next month.

Vice-Chair Thomas reminded everyone about the festival for essential workers on September 26th at the Timbers' parking lot. He then requested that the Board discuss ways to keep Germanna Community College in the County at an upcoming meeting.

Chairman Sili talked about the tremendous need for broadband across the State and specific needs in the County.

AMENDMENTS TO THE AGENDA

Vice-Chair Thomas moved and Supervisor Forehand seconded to amend the agenda by adding the following Closed Meeting:

- ***Closed Meeting Section 2.2-3711.A.7 Consultation with Legal Counsel and Briefings by Staff***

<i>Roll Call Vote:</i>	<i>Black</i>	<i>Yea</i>
	<i>Forehand</i>	<i>Yea</i>
	<i>Long</i>	<i>Yea</i>
	<i>Sili</i>	<i>Yea</i>
	<i>Thomas</i>	<i>Yea</i>
	<i>Underwood</i>	<i>Yea</i>

CLOSED MEETING

Vice-Chair Thomas moved and Supervisor Underwood seconded to convene in Closed Meeting pursuant to: the consultation with legal counsel and briefings by staff exemption Section 2.2-3711.A.7 of the Code of Virginia, to discuss specific legal matters related to litigation filed against the Office of the Commissioner of the Revenue by the Department of Justice relating to a complaint filed by a former employee whose employment was terminated by Ms. Carter while she served as Commissioner.

<i>Roll Call Vote:</i>	<i>Black</i>	<i>Yea</i>
	<i>Forehand</i>	<i>Yea</i>
	<i>Long</i>	<i>Yea</i>
	<i>Sili</i>	<i>Yea</i>
	<i>Thomas</i>	<i>Yea</i>
	<i>Underwood</i>	<i>Yea</i>

Supervisor Underwood moved and Supervisor Black seconded to leave Closed Session.

Roll Call Vote:

<i>Black</i>	<i>Yea</i>
<i>Forehand</i>	<i>Yea</i>
<i>Long</i>	<i>Yea</i>
<i>Sili</i>	<i>Yea</i>
<i>Thomas</i>	<i>Yea</i>
<i>Underwood</i>	<i>Yea</i>

Vice-Chair Thomas moved and Supervisor Forehand seconded that the Caroline County Board of Supervisors certify that to the best of each Board member’s knowledge:

- (i) only public business matters lawfully exempted from the open meeting requirement by Virginia law were discussed in closed meeting to which this certification applies; and***
- (ii) only such public business matters as were identified in the motion convening the closed meeting were heard, discussed or considered by the Board.***

Certification by Roll Call Vote:

<i>Black</i>	<i>Certify</i>
<i>Forehand</i>	<i>Certify</i>
<i>Long</i>	<i>Certify</i>
<i>Sili</i>	<i>Certify</i>
<i>Thomas</i>	<i>Certify</i>
<i>Underwood</i>	<i>Certify</i>

1. PRESENTATIONS/REPORTS

➤ **VDOT Report**

Kyle Bates, Fredericksburg Residency Administrator for VDOT, provided an update on various road improvement projects and VDOT activities throughout the County.

Board members welcomed Mr. Bates back to the area and informed him of various issues in their respective districts.

2. APPOINTMENTS

➤ **Board of Equalization**

Supervisor Black moved and Supervisor Forehand seconded to recommend Rose Marie Ambs and Lynn Lenahan to the Circuit Court Judge as appointments to the Board of Equalization.

Roll Call Vote:

<i>Black</i>	<i>Yea</i>
<i>Forehand</i>	<i>Yea</i>
<i>Long</i>	<i>Yea</i>
<i>Sili</i>	<i>Yea</i>

Thomas Yea
Underwood Yea

➤ **Planning Commission (Western Caroline District)**

Supervisor Black moved and Supervisor Long seconded to reappoint Gary Dudley to serve as the Western Caroline District representative to the Planning Commission for a new beginning on November 1, 2020 and expiring on October 31, 2024.

Roll Call Vote:

<i>Black</i>	<i>Yea</i>
<i>Forehand</i>	<i>Yea</i>
<i>Long</i>	<i>Yea</i>
<i>Sili</i>	<i>Yea</i>
<i>Thomas</i>	<i>Yea</i>
<i>Underwood</i>	<i>Yea</i>

➤ **Bay Consortium Workforce Development Board of Directors**

Supervisor Long moved and Vice-Chair Thomas seconded to appoint Gary Wilson as the County's representative to the Bay Consortium Workforce Development Board.

Roll Call Vote:

<i>Black</i>	<i>Yea</i>
<i>Forehand</i>	<i>Yea</i>
<i>Long</i>	<i>Yea</i>
<i>Sili</i>	<i>Yea</i>
<i>Thomas</i>	<i>Yea</i>
<i>Underwood</i>	<i>Yea</i>

3. CONSENT AGENDA

Supervisor Black requested that *Item 3F, "Proposed Purchase Over \$50,000 (Community Services Center Chiller)*, be removed from the Consent Agenda for discussion.

Supervisor Underwood moved and Supervisor Long seconded to approve the following Consent Agenda items as presented:

A) Approval of Minutes

Action Taken: *Approval of the minutes from the December 10, 2019 and January 14, 2020 Board of Supervisors meetings.*

B) Approval of Warrants

Action Taken: *Approval of the following warrants:*

<i>General Fund</i>	<i>\$234,241</i>
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<i>Social Services Fund</i>	<i>2,047</i>
<i>Confiscated Assets Fund</i>	<i>5,950</i>
<i>Fire/Rescue Grants Fund</i>	<i>18,545</i>
<i>CARES Fund</i>	<i>12,023</i>
<i>Capital Improvements Fund</i>	<i>22,665</i>
<i>Carmel Church Utilities Fund</i>	<i>24,952</i>
<i>Dawn Wastewater Fund</i>	<i>348</i>
<i>TOTAL</i>	<i>\$320,770</i>

C) Re-Adoption of Caroline County Emergency Operations Plan (EOP)

Action Taken: Adoption of the following resolution:

R24/20

**A RESOLUTION ADOPTING EMERGENCY OPERATIONS PLAN
FOR CAROLINE COUNTY**

WHEREAS, the Board of Supervisors of Caroline County, Virginia recognizes the need to prepare for, respond to, and recover from natural and manmade disasters; and

WHEREAS, Caroline County has a responsibility to provide for the safety and well-being of its citizens and visitors; and

WHEREAS, Caroline County has established and appointed a Director and Coordinator of Emergency Management.

NOW, THEREFORE, BE IT RESOLVED by the Board of Supervisors of Caroline County, Virginia, this Emergency Operations Plan as revised is officially adopted, and

BE IT FURTHER RESOLVED that the Director of Emergency Management, or his/her designee, are tasked and authorized to maintain and revise as necessary this document over the next four (4) year period or until such time be ordered to come before this board.

Adopted this 22nd day of September 2020.

D) Request for Deferral - RZ-05-2019 – Mushtaq, Raza; Mushtaq, Wagas; Akhtar, Muhammad Yaseen, Owners/Applicant

Action Taken: Approval of request to defer RZ-05-2019 to the October 13, 2020 meeting.

E) Request for Deferral – RZ-03-19 – The Virginia Bazaar, Owner/Applicant

Action Taken: Approval of request to defer RZ-03-2019 to the January 12, 2021 meeting.

F) Proposed Purchase Over \$50,000 (Community Services Center Chiller)

Action Taken: This item was removed from the Consent Agenda for discussion.

Roll Call Vote:

<i>Black</i>	<i>Yea</i>
<i>Forehand</i>	<i>Yea</i>
<i>Long</i>	<i>Yea</i>
<i>Sili</i>	<i>Yea</i>
<i>Thomas</i>	<i>Yea</i>
<i>Underwood</i>	<i>Yea</i>

3F) Proposed Purchase Over \$50,000 (Community Services Center Chiller) - continued

In response to questions from Supervisor Black, County Administrator Charles M. Culley, Jr. stated that there were multiple chillers at the Community Services Center and they were not included in the energy study because it would not have been cost effective.

Supervisor Black moved and Supervisor Forehand seconded to approve the purchase of a 70-ton chiller for the Community Services Center from EMC Mechanical Services in the amount of \$86,700. Funding in the amount of \$85,000 was included for the chiller in the equipment lease financing approved at the August 11, 2020 meeting. The remaining \$1,700 will be taken from the contractual services line item of the FY 2020/2021 General Properties budget.

Roll Call Vote:

<i>Black</i>	<i>Yea</i>
<i>Forehand</i>	<i>Yea</i>
<i>Long</i>	<i>Yea</i>
<i>Sili</i>	<i>Yea</i>
<i>Thomas</i>	<i>Yea</i>
<i>Underwood</i>	<i>Yea</i>

Roll Call Vote:

<i>Black</i>	<i>Yea</i>
<i>Forehand</i>	<i>Yea</i>
<i>Long</i>	<i>Yea</i>
<i>Sili</i>	<i>Yea</i>
<i>Thomas</i>	<i>Yea</i>
<i>Underwood</i>	<i>Yea</i>

PUBLIC COMMENTS

Jessie Rollins, of the Mattaponi District, spoke as Chairperson of the 2020 Census Committee and reported that the closing date to receive Census information was currently September 30th unless something changed on the federal level. She said that some people complained about not receiving forms and noted that COVID had interfered with the public outreach programs. She then advised

everyone to file their information online if at all possible. She also pointed out the importance of the Census related to federal funding for the County.

There being no additional public comments, Chairman Sili then declared the Public Comments closed.

PUBLIC HEARINGS

4. ***SPEX-06-2019 – OLIFF, JAMES, OWNER/APPLICANT (continued) Request a Special Exception Permit in accordance with Article XVII, Section 13 (Standards for Special Use Permits) and Article IV (Rural Preservation), Section 5.23 of the Caroline County Zoning Ordinance on tax map #85-A-6 (part of) consisting of 3.1 acres, more or less. This property is located at 23134 Penola Road, Ruther Glen, Mattaponi Voting District. Proposed Use: Special Events Facility. The 2030 Comprehensive Plan designates this area as Agricultural Preservation.***

Chairman Sili stated that this public hearing had been continued from the August 11, 2020 meeting.

He stated that letters had been provided to Board members prior to the August 11th meeting and it was announced at that time that the letters would be read at the continued public hearing.

Vice-Chair Thomas read a letter from Albert J. Lilly of the Mattaponi District. Mr. Lilly's letter stated that he lived less than a half mile from the subject property and expressed his opposition to the proposed request and referenced traffic concerns and maintaining the rural character of the area.

Supervisor Long read a letter from Deborah Culbertson of the Mattaponi District. Ms. Culbertson's letter stated that she and her family had lived on Penola Road for 35 years and enjoyed the rural character of farm life. She expressed her opposition to the proposed request and mentioned safety concerns related to additional traffic.

Chairman Sili read a letter from Kitty Gordon of the Mattaponi District. Ms. Gordon's letter stated that she and her family had lived on Penola Road since 1964 and enjoyed the rural atmosphere of the area. She expressed concerns about Mr. Oliff not contacting the residents of Penola Road to discuss his plans for the Anderson property. She noted her opposition to this request based on the adverse effects she believed it would have on the community.

Supervisor Underwood read a letter from Luke Gordon of the Mattaponi District. Mr. Gordon's letter stated that he had been a lifelong resident of Penola Road and expressed opposition to the proposed request due to safety concerns generated by additional traffic.

Supervisor Black read a letter from Mark Culbertson of the Mattaponi District. Mr. Culbertson's letter expressed his opposition to the proposed request and noted safety concerns because of additional traffic.

Supervisor Forehand read a letter from Robert and Cindy Johnson of the Mattaponi District. The Johnson's letter stated that they were opposed to the proposed wedding venue and cited safety concerns because of additional traffic and the impact on the local farmers and residents of Penola Road.

Vice-Chair Thomas read a letter from Sissy Coleman of the Mattaponi District. Ms. Coleman's letter expressed her family's opposition to the proposed wedding venue. She mentioned safety concerns because of additional traffic and noted that neighbors on Penola Road had not been invited to tour the venue like they did previously when the golf course was proposed.

Supervisor Long read a letter from Willie and Ashley Carneal of the Mattaponi District. The Carneal's letter expressed their family's concerns about the proposed request due to safety issues created by additional traffic and encouraged the Board to vote against this request.

Vice-Chair Thomas read a letter from James Cecil of the Mattaponi District. Mr. Cecil's letter stated that he was a lifelong resident of Penola Road and expressed his opposition to the proposed venue. He mentioned safety concerns because of additional traffic created by the proposed request and noted the impact to the rural atmosphere.

There being no further public comments, Chairman Sili then declared the public hearing closed.

Vice-Chair Thomas stated that he was aware that this was a difficult situation because family members were on both sides of the request and talked about trying to have a win-win situation for everyone. However, was concerned about Mr. Oliff not having a meeting with area residents about the proposed venue. He then said.

James Oliff, the applicant, stated that most residents in the area agreed to preserving the barn was a good idea and a great setting for a wedding venue. He explained that he did not have a meeting but had invited people of the area to visit the property and view the barn. He expressed concerns about a meeting being an opportunity for personal attacks. He talked about hearing comments that the proposed venue would not succeed due to the lack of quality hotels in the area. He said that he agreed there was a need for quality hotels, but he did not plan to build one.

In response to questions from Vice-Chair Thomas related to traffic issues, Mr. Oliff stated that the Sheriff and Virginia State Police had agreed to talk to VDOT to upgrade the signage on Penola Road. He pointed out that the golf course opened in 2004 and not one accident on Penola Road had involved anyone that was going to or from the golf course.

Vice-Chair Thomas suggested that Condition #24 be amended to include a review of the application in year two and year five and then every five years in addition to the one-year review.

He then stated that he could not support this request without a meeting between the residents of Penola Road and Mr. Oliff.

Supervisor Black moved and Supervisor Long seconded to approve SPEX-06-2019 – Oliff, James, Owner/Applicant with the conditions recommended by the Planning Commission and the amendment to condition #24 as follows:

This permit shall be reviewed by the Board of Supervisors from the date of the issuance of the certificate of occupancy in year one, year two, year five and then every five years.

Supervisor Underwood expressed concerns about people personally attacking their neighbors. He noted that Mr. Oliff was not responsible for people coming to his facility and breaking laws.

Roll Call Vote:

Black	Yea
Forehand	Yea
Long	Yea
Sili	Yea
Thomas	Nay
Underwood	Yea

The motion carried 5-1.

5. **RZ-01-2020 M.C. DEAN, INC., OWNER/APPLICANT:** ***Request a Rezoning from RP, Rural Preservation (density of one dwelling unit per 10 acres of land) to M-1 Industrial (no specified density), on tax map #83-A-87, consisting of 32 acres, more or less. This property is located on the west side of Colemans Mill Road (Route 656), south of the CSX right of way, Reedy Church Voting District. Proposed Use: Industrial. The 2030 Comprehensive Plan designates this area as being located within the Carmel Church Community Plan as Rural Preservation.***

Director of Planning & Community Development Michael Finchum stated that the applicant was requesting to rezone thirty-two (32) acres from Rural Preservation to M-1 Industrial in the Reedy Church Voting District on Coleman’s Mill Road at the intersection of the CSX Railroad. He reviewed the Staff Report included in the Board’s packet and said that the Planning Commission had forwarded this request to the Board with a recommendation of approval. He reported that a 210,000 square foot building and storage yard were proposed to support the industrial activities.

He noted that the applicant had submitted a proffer statement for the project, which was consistent with those submitted by the applicant with rezoning requests RZ-01-2018 and RZ-02-2018 approved in 2018. He explained that the Statement proffered out five by-right uses and seven special exception uses as well as proffered buffering of the property lines unless the residential properties become business or industrial.

In response to questions from Board members, Mr. Finchum stated that the railroad tracks were the dividing line between the Reedy Church and Mattaponi districts. He pointed out that the ongoing rail improvements were not related to this project.

Chairman Sili declared the public hearing open for RZ-01-2020.

Scott Courtney, of Resource International stated that he and Justin Hicks, Director of Corporate Development for MC Dean, were present and spoke on behalf of the applicant. He reported that M.C. Dean had grown to over 600 employees since its opening in 2006 and invested over \$50 million in Caroline County. He talked about the company's commitment to the community and noted the successful student apprentice program with Caroline High School as well as efforts during the Pandemic.

He explained that M.C. Dean was requesting the rezoning for the 32-acre parcel that was vacant and heavily wooded with the anticipation of a warehouse being built. He said that they projected 10-20 trucks coming in and out of the facility per day. He talked about the importance of being a good neighbor to the residents and explained the proffered buffers, noting that the proposed facility would not be visible to other residents.

There being no further public comments, Chairman Sili declared the public hearing closed.

Supervisor Underwood moved and Vice-Chair Thomas seconded to approve RZ-01-2020 for M.C. Dean, Inc., Owner/Applicant with the proffers as presented.

<i>Roll Call Vote:</i>	<i>Black</i>	<i>Yea</i>
	<i>Forehand</i>	<i>Yea</i>
	<i>Long</i>	<i>Yea</i>
	<i>Sili</i>	<i>Yea</i>
	<i>Thomas</i>	<i>Yea</i>
	<i>Underwood</i>	<i>Yea</i>

6. ***RZ-02-2020 JORDAN, LILLIAN & OTHERS, OWNER/APPLICANT: Request a Rezoning from RR2, Rural Residential-2 (density of one dwelling unit per 2 acres of land) to RP, Rural Preservation (density of one dwelling unit per 10 acres of land) on tax map #54-A-82C consisting of 2.016 acres, more or less. This property is located at 17203 North Roye Lane, Woodford, Mattaponi Voting District. Proposed Use: Residential-to allow the placement of manufactured home on the property. The 2030 Comprehensive Plan designates this property as Rural Preservation.***

Director of Planning & Community Development Michael Finchum stated that the applicants were requesting to rezone two (2) acres from RR-2 to Rural Preservation in the Mattaponi Voting District. He reviewed the Staff Report included in the Board's packet and said that the property was rezoned in the early 1990's by the previous owner from Agricultural Residential (AR-1). He explained that the purpose of that rezoning was to allow a subdivision of the land into two-acre lots not otherwise allowed in the RP Zoning District. He reported at that time manufactured homes were allowed in the AR-1 District and subsequent to that zoning action, the AR-1 District had been amended to the current RR-2 Zoning District and manufactured homes were no longer allowed as a permitted use.

He further stated the applicants wanted to replace the doublewide that was destroyed by fire in 2010. However, the mobile home was a non-conforming use after two years of the original mobile

home's removal. He explained that in order to accomplish the replacement of the manufactured home, the property needed to be rezoned.

Mr. Finchum noted that Ms. Jordan made a similar request on an adjacent parcel a few months ago.

In response to questions from Supervisor Long, Mr. Finchum explained that there could possibly be two dwellings on this property if an adequate drainfield was available because of the family apartment.

Chairman Sili declared the public hearing open for RZ-02-2020.

Tina Sunday, of the Mattaponi District, spoke in support of this request. She explained that her mother owned the property before she passed away and now her sister was making the request for the rezoning. She said that this was needed because the fire destroyed the previous home.

There being no further comments, Chairman Sili declared the public hearing closed.

Vice-Chair Thomas moved and Supervisor Long seconded to approve RZ-02-2020 for Jordan, Lillian & Others, Owner/Applicant as presented.

<i>Roll Call Vote:</i>	<i>Black</i>	<i>Yea</i>
	<i>Forehand</i>	<i>Yea</i>
	<i>Long</i>	<i>Yea</i>
	<i>Sili</i>	<i>Yea</i>
	<i>Thomas</i>	<i>Yea</i>
	<i>Underwood</i>	<i>Yea</i>

NEW BUSINESS

7. PROPOSED REFINANCING OF VIRGINIA RESOURCES AUTHORITY (VRA) SERIES 2010 B WATER AND SEWER SYSTEM REVENUE REFUNDING BOND AND PUBLIC FACILITY LEASE REVENUE REFUNDING BONDS SERIES 2014 AND 2016

Alex Hock, of Davenport & Company, stated that they had analyzed the County's debt portfolio for possible refunding and debt service savings opportunities and identified several bonds as potential refunding opportunities. He reviewed the potential savings and recommended that the County pursue refunding opportunities through the Virginia Resources Authority's (VRA) Fall 2020 Financing Program.

In response to questions from Vice-Chair Thomas, Mr. Hock stated that there was a projected savings of approximately \$1.7 million over 14 years at a cost of approximately \$150,000.

Vice-Chair Thomas moved and Supervisor Long seconded to adopt the following resolution:

**RESOLUTION OF BOARD OF SUPERVISORS OF THE
COUNTY OF CAROLINE, VIRGINIA APPROVING LEASE FINANCING THROUGH THE
VIRGINIA RESOURCES AUTHORITY**

WHEREAS, (a) at the request of the County of Caroline, Virginia (the "County") the Economic Development Authority of the County of Caroline, Virginia (the "EDA") previously issued its \$8,487,000 Public Facility Lease Revenue Refunding Bond, Series 2014 (the "2014 Bond") to refinance the County's Lease Revenue Bonds, Series 2002 which were issued to finance the construction of County Courthouse Facilities and fund completion costs for a renovation of the County's Community Center (the "2014 Projects") and (b) the EDA previously issued its \$7,273,400 Lease Revenue Refunding Bond, Series 2016 (the "2016 Bond," and, together with the 2014 Bond, the "Outstanding Obligations") to (i) refund the outstanding principal amount of the Authority's \$7,000,000 Public Facility Lease Revenue Bonds, Series 2011 issued to finance and refinance the construction/renovation of school facilities, fund the development of a YMCA facility, and acquire an ambulance for the County (the "2016 Projects," and, together with the 2014 Projects, the "Projects") and other projects for the benefit of the citizens of the County;

WHEREAS, the Board of Supervisors (the "Board") of the County has determined that a true and very real need exists to refund the Outstanding Obligations and refinance the Projects for debt service savings and to fix the interest rate on such Outstanding Obligations subject to rate adjustments; and

WHEREAS, the Board has been advised that VRA, a public body corporate and political subdivision of the Commonwealth of Virginia, is willing to finance the Projects and refinance the Outstanding Obligations through a lease financing arrangement with VRA;

WHEREAS, the Board has the power to acquire by lease real property and personal property consisting of the County's courthouse facilities property, (the "Leased Property"), which property is currently leased in connection with the financing lease securing the 2014 Bond; and

WHEREAS, the Leased Property is essential to the governmental functions of the County and the Board reasonably expects the Leased Property to continue to be essential to the governmental functions of the County for a period not less than the terms of the Prime Lease (as defined below) and the Local Lease Acquisition Agreement and Financing Lease (as defined below); and

WHEREAS, to assist in providing for the refunding of the Outstanding Obligations and the financing of the Projects, VRA intends to (a) issue its Related Series of VRA Bonds (as more particularly defined in the below defined Local Lease Acquisition Agreement and Financing Lease, the "VRA Bonds") and, subject to VRA credit approval, to make available a portion of the proceeds to the County to finance all or a portion of the costs of the Projects and, together with the costs of refunding the Outstanding Obligations, resulting in an aggregate amount sufficient to refund the Outstanding Obligations and pay for costs of issuance related to such refunding or such other amount as requested by the County in writing and approved by VRA prior to the VRA Sale Date, as defined below (the "Proceeds Requested"); (b) acquire a leasehold interest in the Leased Property pursuant to the terms of the Prime Lease; and (c) lease the Leased Property to the County pursuant to the terms of the Local Lease Acquisition Agreement and Financing Lease (collectively, the "Lease Obligations"); and

WHEREAS, the County has submitted its application to VRA to refund the Outstanding

Obligations and finance the Projects and to undertake the Lease Obligations; and

WHEREAS, VRA has advised the County that the sale date of the VRA Bonds is tentatively scheduled for October 28, 2020 but may occur, subject to market conditions, at any time between October 26, 2020 and November 30, 2020 (the “VRA Sale Date”), and that VRA’s objective is to pay the County an amount which, in VRA’s judgment, reflects the market value of the Lease Obligations under the Local Lease Acquisition Agreement and Financing Lease (the “Purchase Price Objective”), taking into consideration such factors as the purchase price received by VRA for the VRA Bonds, the underwriters’ discount and other issuance costs of the VRA Bonds, and other market conditions relating to the sale of the VRA Bonds; and

WHEREAS, the Local Lease Acquisition Agreement and Financing Lease shall provide that the aggregate total principal components of Lease Obligations and the interest component of the Lease Obligations will not exceed the parameters set forth herein; and

WHEREAS, there have been presented to the Board drafts of the following documents (together, the “Basic Documents”) in connection with the transactions described above, copies of which shall be filed with the records of the Board:

- A. Prime Lease, between the County and VRA, conveying certain interests in the Leased Property to VRA (the “Prime Lease”);***
- B. Local Lease Acquisition Agreement and Financing Lease, between the County, the School Board and VRA, (i) providing for a portion of the proceeds of the sale of the VRA Bonds to be provided by VRA to the County and (ii) conveying to the County a leasehold interest in the Leased Property (the “Local Lease Acquisition Agreement and Financing Lease”); and***
- C. Leasehold Deed of Trust and Security Agreement, between VRA and certain deed of trust trustees to be named therein, regarding VRA’s leasehold interest in the Leased Property (the “Leasehold Deed of Trust”).***

NOW, THEREFORE, BE IT RESOLVED, THAT:

1. It is hereby found and determined that the terms of the Basic Documents in the respective forms referenced in this Resolution are in the best interests of the County for the refunding of the Outstanding Obligations and the refinancing of the Projects.

2. The Basic Documents and related financing documents are hereby approved. The Chair, Vice Chair, County Administrator (each, a “Delegate”) and any officer of the Board who shall have power generally to execute contracts on behalf of the Board be, and each of them hereby is, authorized to execute, acknowledge, consent to and deliver, as appropriate, the Basic Documents, any other documents required in connection with the refunding of the Outstanding Obligations and/or the financing of the Projects and any other related financing documents, with any changes, insertions and omissions therein as may be approved by the individuals executing them, such approval to be conclusively evidenced by the execution and delivery thereof. The actions of the Chair, the Vice Chair and the County Administrator, each of whom is authorized to act, shall be conclusive, and no further action shall be necessary on the part of the County.

The final pricing terms of the Local Lease Acquisition Agreement and Financing Lease will be determined by VRA, subject to VRA's Purchase Price Objective and market conditions described in the Recitals hereof; provided, however that (i) the Lease Obligations shall be composed of principal components having a maximum aggregate principal amount of not to exceed \$12,750,000 (the "Maximum Authorized Principal Amount") (ii) the interest rate on the interest components of the payments under the Lease Obligations shall have a maximum true interest cost not to exceed 3.00% per annum (exclusive of "supplemental interest" as provided in the Local Lease Acquisition Agreement and Financing Lease) and (iii) the Lease Obligations shall be payable over a term expiring not later than June 30, 2034. Each Delegate is hereby authorized and directed to select the particular portion or portions of the Outstanding Obligations (if any) to be refunded and direct VRA to provide a Proceeds Requested that achieves the refunding of the selected portion or portions provided that the refunding of the Outstanding Obligations selected (if any) shall result in a true interest cost on the Lease Obligations as set forth in the preceding sentence. Subject to the preceding terms, the Board further authorizes VRA to determine the aggregate total of principal and interest components of the Lease Obligations, establish a schedule of Lease Obligations including the dates and amounts and the optional and extraordinary prepayment provisions, if any, of the Lease Obligations, all in accordance with the provisions hereof. The term of the Prime Lease shall not be more than five years longer than the term of the Local Lease Acquisition Agreement and Financing Lease; such term is intended to provide security to VRA in the event of default or non-appropriation by the County, all as more fully set forth in the Local Lease Acquisition Agreement and Financing Lease (or any supplement thereto).

Given the Purchase Price Objective and market conditions, it may become necessary to enter into the Local Lease Acquisition Agreement and Financing Lease with aggregate principal components of the Lease Obligations greater than the Proceeds Requested. If the limitation on the maximum aggregate principal components of Lease Obligations on the Local Lease Acquisition Agreement and Financing Lease set forth in this Section 2 restricts VRA's ability to generate the Proceeds Requested, the Local Lease Acquisition Agreement and Financing Lease may be entered into for an amount less than the Proceeds Requested.

The Chair, the Vice Chair, the County Administrator, or any of them and such other officer or officers of the County as either may designate are hereby authorized and directed to enter into the Local Lease Acquisition Agreement and Financing Lease, the Prime Lease and any other agreements that may be required by VRA for refunding of the Outstanding Obligations and/or financing the Projects.

As set forth in the Local Lease Acquisition Agreement and Financing Lease, the County agrees to pay such "supplemental interest" and other charges as provided therein, including such amounts as may be necessary to maintain or replenish any VRA Reserve (as defined in the Local Lease Acquisition Agreement and Financing Lease).

Rental Payments (as defined in the Local Lease Acquisition Agreement and Financing Lease) due under the Local Lease Acquisition Agreement and Financing Lease shall be payable in lawful money of the United States of America and otherwise comply with the terms set forth in the Local Lease Acquisition Agreement and Financing Lease. The County may, at its option, prepay the principal components of Rental Payments upon the terms set forth in the Local Lease Acquisition Agreement and Financing Lease.

3. *The same officers of the Board, and the County Administrator and the County Attorney be, and each of them hereby is, authorized and directed to take all actions and procure, execute and deliver any and all other agreements, financing statements, papers, instruments, title insurance policies, real property surveys and inspections, opinions, certificates, affidavits and other documents, and to do or cause to be done any and all other acts and things necessary or proper for carrying out the purposes and intent of this resolution, and the Basic Documents, including but not limited to the redemption or refunding of the Outstanding Obligations, financing of the Projects and transfer of interests in the Leased Property. The same officers are authorized and directed to work with the County's bond counsel, Sands Anderson PC, and representatives of VRA, including without limitation McGuireWoods LLP, Bond Counsel to VRA, to perform all services and prepare all documentation necessary or appropriate for the execution, delivery and recording, as appropriate, of the Basic Documents.*

4. *The County represents and covenants that it shall not take or omit to take any action the taking or omission of which would (a) cause the VRA Bonds issued as tax-exempt to be "arbitrage bonds" within the meaning of Section 148 of the Internal Revenue Code of 1986, as amended (the "Code") or (b) otherwise cause interest on any VRA Bonds issued as tax-exempt to be includable in the gross income for Federal income tax purposes of the registered owners thereof under existing law. Without limiting the generality of the foregoing, the County shall comply with any provision of law that may require it at any time to rebate to the United States any part of the earnings derived from the investment of the gross proceeds of the VRA Bonds. The County shall pay any such required rebate from legally available funds.*

5. *The County covenants that it shall not permit any proceeds derived from the Lease Obligations to be used in any manner that would result in (a) 10% or more of such proceeds being used in a trade or business carried on by any person other than a governmental unit, as provided in Section 141(b) of the Code, provided that no more than 5% of such proceeds may be used in a trade or business unrelated to the County's use of the Leased Property, (b) 5% or more of such proceeds being used with respect to any "output facility" (other than a facility for the furnishing of water), within the meaning of Section 141(b)(4) of the Code, or (c) 5% or more of such proceeds being used directly or indirectly to make or finance loans to any persons other than a governmental unit, as provided in Section 141(c) of the Code; provided, however, that if the County receives an opinion of nationally recognized bond counsel that compliance with any such covenant is not required or is no longer required in order to prevent the interest on the VRA Bonds issued as tax-exempt from being includable in the gross income for Federal income tax purposes of the registered owner thereof under existing law, the County need not comply with such covenant to the extent provided in such opinion.*

6. *Such officers of the County as may be requested are authorized and directed to execute and deliver a tax compliance agreement in relation to the Lease Obligations (the "Tax Compliance Agreement") in the form approved by the Chair or Vice Chair of the Board or the County Administrator, or any of them, in collaboration with the County's bond counsel, with such completions, omissions, insertions and changes as may be approved by the officers of the County executing such Tax Compliance Agreement, whose approval shall be evidenced conclusively by the execution and delivery thereof.*

7. *The undertaking by the County under the Local Lease Acquisition Agreement and Financing Lease to make Rental Payments and any other payments due under the Lease Obligations shall be a limited obligation of the County, payable solely from funds to be appropriated by the Board from time to time for such purpose and shall not constitute a debt of the County within the meaning of any constitutional or statutory limitation or a pledge of the faith and credit of the County beyond any fiscal year for which the Board has lawfully appropriated from time to time. Nothing herein or in the Lease Obligations shall constitute a debt of the County within the meaning of any constitutional or statutory limitation or a pledge of the faith and credit or taxing power of the County.*

8. *The Board believes that funds sufficient to make payment of all amounts payable under the Lease Obligations can be obtained. While recognizing that it is not empowered to make any binding commitment to make such payments beyond the current fiscal year, the Board hereby states its intent to make annual appropriations for future fiscal years in amounts sufficient to make all such payments and hereby recommends that future Boards do likewise during the term of the Lease Obligations. The Board directs the County Administrator, or such other officer who may be charged with the responsibility for preparing the County's annual budget, to include in the budget request for each fiscal year during the term of the Lease Obligations an amount sufficient to pay all amounts coming due under the Lease Obligations during such fiscal year. As soon as practicable after the submission of the County's annual budget to the Board, the County Administrator is authorized and directed to deliver to VRA evidence that a request for an amount sufficient to make the payment of all amounts payable under the Lease Obligations has been made. Throughout the term of the Lease Obligations, the County Administrator shall deliver to VRA within 30 days after the adoption of the budget for each fiscal year, but not later than July 1, a certificate stating whether an amount equal to the Rental Payments and any other amounts due under the Lease Obligations which will be due during the next fiscal year has been appropriated by the Board in such budget. If at any time during any fiscal year of the County, the amount appropriated in the County's annual budget in any such fiscal year is insufficient to pay when due the amounts payable under the Lease Obligations, the Board directs the County Administrator, or such other officer who may be charged with the responsibility for preparing the County's annual budget, to submit to the Board at the next scheduled meeting, or as promptly as practicable but in any event within 45 days, a request for a supplemental appropriation sufficient to cover the deficit.*

9. *The County authorizes and consents to the inclusion of information with respect to the County to be contained in VRA's Preliminary Official Statement and VRA's Official Statement in final form, both prepared in connection with the sale of the VRA Bonds, a portion of the proceeds of which will be used to purchase the Lease Obligations. If appropriate, such disclosure documents shall be distributed in such manner and at such times as the Chair of the Board, the Vice Chair of the Board or the County Administrator, each of whom is authorized to act, shall determine. The Chair of the Board, the Vice Chair of the Board or the County Administrator, each of whom is authorized to act, are authorized and directed to take whatever actions are necessary and/or appropriate to aid VRA in ensuring compliance with Securities and Exchange Commission Rule 15c2-12.*

10. *The recitals to this resolution are hereby incorporated by reference and are declared to be findings of the Board in connection with its decision to refund the Outstanding Obligations and to finance the Projects.*

11. *The County Administrator is authorized and directed to select the portion of the Outstanding Obligations to be redeemed and to take all proper steps to call for redemption all or the portion of the Outstanding Obligations designated for redemption and cause such portion or all of the Outstanding Obligations to be prepaid and refunded in full.*

12. *The Board hereby determines that it is in the best interests of the County to authorize the County Treasurer to participate in the Virginia State Non-Arbitrage Program in connection with the Lease Obligations if requested by VRA.*

13. *Nothing in this Resolution, the Basic Documents or other related documents shall constitute a debt or a pledge of the faith and credit of the County, and the County shall not be obligated to make any payments under the Basic Documents except from funds that may be appropriated by the Board.*

14. All acts of the officers, agents and representatives of the County that are in conformity with the purposes and intent of this resolution and in furtherance of the leasing of the Leased Property by the County, the refunding or redemption of the Outstanding Obligations, or the financing of the Projects are hereby approved, ratified and confirmed.

15. Any authorization herein to execute a document shall include authorization to deliver it to the other parties thereto, to record such document where appropriate and to pay from County funds all appropriate recording fees, taxes and related charges.

16. This Resolution shall be effective immediately upon its adoption.

Roll Call Vote:	Black	Yea
	Forehand	Yea
	Long	Yea
	Sili	Yea
	Thomas	Yea
	Underwood	Yea

Vice-Chair Thomas moved and Supervisor Forehand seconded to adopt the following resolution:

R26/20

**RESOLUTION OF BOARD OF SUPERVISORS OF THE
COUNTY OF CAROLINE, VIRGINIA APPROVING WATER AND SEWER SYSTEM REVENUE
REFUNDING BOND SOLD TO THE VIRGINIA RESOURCES AUTHORITY**

WHEREAS, the County of Caroline, Virginia (the "County") previously issued its \$3,310,000 Water and Sewer System Revenue Refunding Bond, Series 2010B (the "Refunded Bond"), the proceeds of which were used to refinance the County's Water and Sewer System Revenue and Refunding Bond, Series 2001A, which originally financed various capital improvements to the County's water and wastewater system (the "Projects");

WHEREAS, the Refunded Bond was sold to the Virginia Resources Authority ("VRA") pursuant to a Local Bond Sale and Financing Agreement dated October 15, 2010 between the County and VRA (the "Refunded Financing Agreement");

WHEREAS, the County's financial advisor, Davenport & Company LLC (the "Financial Advisor") has advised the County that it may achieve budgetary advantages and debt service savings by refinancing all or a portion of the remaining outstanding balance of the Refunded Bond; and

WHEREAS, the Board of Supervisors of the County (the "Board") desires to issue a water and sewer system revenue refunding bond (the "Local Bond"), pursuant to Section 15.2-2643 of the Public Finance Act, Chapter 26 of Title 15.2 of the Virginia Code (the "Act"), to refund all or a portion of the Refunded Bond to achieve debt service savings (the "Refunding");

WHEREAS, the Virginia Resources Authority ("VRA") has indicated its willingness to purchase

such Local Bond from a portion of the proceeds of its Related Series of VRA Bonds (as more particularly defined in the below-defined Financing Agreement, the “VRA Bonds”) and to provide a portion of the proceeds thereof to the County to refund and refinance the Refunded Bond and pay certain costs of issuance of the Local Bond, in accordance with the terms of a Financing Agreement to be dated as of a date to be specified by VRA, between VRA and the County (the “Financing Agreement”); and

WHEREAS, the Financing Agreement shall indicate that the County agrees to sell and deliver the Local Bond to VRA at a price, determined by VRA to be fair and accepted by the County in accordance with VRA’s Purchase Price Objective (as defined below) and market conditions, provided, however, that an aggregate net present value debt service savings of not less than 3% of the par amount of the refunded portion of the Refunded Bond is achieved (the “Targeted Savings”); and

WHEREAS, VRA has advised the County that the sale date of the VRA Bonds is tentatively scheduled for October 28, 2020 but may occur, subject to market conditions, at any time between October 26, 2020 and November 30, 2020 (the “VRA Sale Date”), and that VRA’s objective is to pay the County an amount which, in VRA’s judgment, reflects the market value of the payments under the Financing Agreement (the “Purchase Price Objective”), taking into consideration such factors as the purchase price received by VRA for the VRA Bonds, the underwriters’ discount and other issuance costs of the VRA Bonds, and other market conditions relating to the sale of the VRA Bonds; and

WHEREAS, the Financing Agreement shall provide that the terms of the Local Bond will not exceed the parameters set forth herein; and

NOW, THEREFORE, BE IT RESOLVED, THAT:

1. Issuance of Bond. Pursuant to the Constitution and statutes of the Commonwealth of Virginia, including the Public Finance Act of 1991, as amended (the “Act”), the Board hereby authorizes the issuance and sale of its water and sewer system revenue refunding bond of the County to provide funds to refund all or a portion of the Refunded Bond and to pay related issuance and financing costs incurred in connection with issuing such Bond.

2. Authorization of Local Bond Sale and Financing Agreement. The form of the Local Bond Sale and Financing Agreement submitted to this meeting is hereby approved. The Chair of the Board, Vice Chair of the Board, and County Administrator (each, a “Delegate”), any of whom may act, are authorized to execute the Local Bond Sale and Financing Agreement in substantially such form, with such completions, omissions, insertions and changes not inconsistent with this Resolution as may be approved by the officer executing the Local Bond Sale and Financing Agreement, whose approval shall be evidenced conclusively by the execution and delivery thereof. The issuance and sale of the Local Bond to VRA shall be upon the terms and conditions of the Local Bond Sale and Financing Agreement. The proceeds of such Bond shall be applied in the manner set forth in the Local Bond Sale and Financing Agreement. All capitalized terms used but not defined herein shall have the same meaning as set forth in the Local Bond Sale and Financing Agreement.

3. Bond Details. The Local Bond shall be issued as a single, registered bond, shall be designated “Water and Sewer System Revenue Refunding Bond, Series 2020,” shall be numbered R-1 and shall be dated on or within 30 days prior to the closing date of the VRA Bonds. The final pricing terms of the Local Bond will be determined by VRA, subject to VRA’s Purchase Price Objective and market conditions described in the recitals hereof; provided, however that (i) the Local Bond shall have a maximum aggregate principal amount not to exceed \$3,600,000, (ii) the aggregate net present value debt service savings resulting from the refunding of the Refunded Bond shall not be less than the Targeted Savings and (iii) the Local Bond shall mature not later than June 30, 2032. Each Delegate is

hereby authorized and directed to select the particular portion or portions of the Refunded Bond (if any) to be refunded and direct VRA to provide a Proceeds Requested that achieves the refunding of the selected portion or portions provided that the refunding of the Refunded Bond selected (if any) shall result in an aggregate net present value debt service savings of not less than the Targeted Savings. Subject to the preceding terms, the Board further authorizes VRA to determine the aggregate total of principal and interest payments on the Local Bond and establish an amortization schedule for the Local Bond including the dates and amounts and the optional and extraordinary prepayment provisions, if any, of the Local Bond, all in accordance with the provisions hereof.

As set forth in the Financing Agreement, the County agrees to pay such “supplemental interest” and other charges as provided therein, including such amounts as may be necessary to maintain or replenish the VRA Reserve. Principal and premium, if any, and interest on the Local Bond shall be payable in lawful money of the United States of America.

4. Payment and Redemption Provisions. The principal of and premium, if any, and interest on the Local Bond shall be payable as set forth in the Local Bond and the Local Bond Sale and Financing Agreement. The County may, at its option, redeem, prepay or refund the Local Bond upon the terms determined in accordance with Section 3 above and set forth in the Local Bond Sale and Financing Agreement.

5. Execution and Form of Bond. The Local Bond shall be signed by the Chair or Vice Chair of the Board and the County’s seal shall be affixed thereon and attested by the Clerk of the Board. The Local Bond shall be issued as a typewritten bond in substantially the form of Exhibit A attached hereto, with such completions, omissions, insertions and changes not inconsistent with this Resolution as may be approved by such officers, whose approval shall be evidenced conclusively by the execution and delivery of the Local Bond.

6. Pledge of Revenues; Moral Obligation Pledge. (a) Principal of and premium, if any, and interest on the Local Bond and all other amounts due under the Local Bond Sale and Financing Agreement shall be payable from the revenues of the water and sewer system (as more specifically defined in the Local Bond Sale and Financing Agreement, the "Revenues") and other sources pledged thereto in the Local Bond Sale and Financing Agreement. The Revenues are to be pledged upon the terms and conditions set forth in the Local Bond Sale and Financing Agreement. Nothing in the Local Bond, the Local Bond Sale and Financing Agreement or this Resolution shall be deemed to constitute a pledge of the faith and credit of the Commonwealth of Virginia or any of its political subdivisions, including the County. The issuance of the Local Bond shall not directly, indirectly or contingently obligate the Commonwealth of Virginia or any of its political subdivisions, including the County, to pledge its faith and credit or levy any taxes for the payment of the principal of or premium, if any, or interest on the Local Bond or other costs incident to it or make any appropriation for its payment except from the revenues and other funds pledged for such purpose. The Local Bond will be secured on parity with any outstanding bonds secured by the Revenues, including but not limited to the unrefunded portion of the Refunded Bond, if any.

(b) The Board hereby undertakes a non-binding obligation to appropriate such amounts as may be requested by the County Administrator from time to time to cure deficiencies in payments due on the Local Bond, to the fullest degree and in such manner as is consistent with the Constitution and laws of the Commonwealth of Virginia. The Board, while recognizing that it is not empowered to make any binding commitment to make such appropriations in future fiscal years, hereby states its intent to make such appropriations in future fiscal years, and hereby recommends that future Boards of the County do likewise while the Local Bond remains outstanding.

7. Preparation of Printed Bond. *The County shall initially issue the Local Bond in typewritten form. Upon request of the registered owner and upon presentation of the Local Bond at the office of the Registrar (as hereinafter defined), the County shall arrange to have prepared, executed and delivered in exchange as soon as practicable the Local Bond in printed form in an aggregate principal amount equal to the unpaid principal of the Local Bond in typewritten form, in denominations of \$5,000 and multiples thereof (except that one Bond may be issued in an odd denomination of not less than \$5,000), of the same form and maturity and registered in such names as requested by the registered owners or their duly authorized attorneys or legal representatives. The printed Bond may be executed by manual or facsimile signature of the Chair or Vice Chair of the Board, the County's seal affixed thereto and attested by the Clerk of the Board; provided, however, that if both such signatures are facsimiles, no Bond shall be valid until it has been authenticated by the manual signature of the Registrar and the date of authentication noted thereon. The typewritten Bond surrendered in any such exchange shall be canceled.*

8. Registration and Transfer of the Local Bond. *The County appoints the County Administrator as paying agent and registrar (the "Registrar") for the Local Bond. If deemed to be in its best interest, the County may at any time appoint a qualified bank or trust company as successor Registrar. Upon surrender of the Local Bond at the office of the Registrar, together with an assignment duly executed by the registered owner or its duly authorized attorney or legal representative in such form as shall be satisfactory to the Registrar, the County shall execute, and the Registrar shall authenticate and deliver in exchange, a new Bond or Bonds having an equal aggregate principal amount, of the same form and maturity, bearing interest at the same rates and registered in such name as requested by the then registered owner or its duly authorized attorney or legal representative. Any such exchange shall be at the expense of the County, except that the Registrar may charge the person requesting such exchange the amount of any tax or other governmental charge required to be paid with respect thereto.*

The Registrar shall treat the registered owner as the person or entity exclusively entitled to payment of principal, premium, if any, and interest, and the exercise of all other rights and powers of the owner, except that installments shall be paid to the person or entity shown as owner on the registration books on the 15th day of the month preceding each interest payment date.

9. Mutilated, Lost or Destroyed Bond. *If the Local Bond has been mutilated, lost or destroyed, the County shall execute and deliver a new Bond of like date and tenor in exchange and substitution for, and upon cancellation of, such mutilated Bond or in lieu of and in substitution for such lost or destroyed Bond; provided, however, that the County shall so execute and deliver only if the registered owner has paid the reasonable expenses and charges of the County in connection therewith and, in the case of a lost or destroyed Bond, (a) has filed with the County evidence satisfactory to the County that such Bond was lost or destroyed and (b) has furnished to the County satisfactory indemnity.*

10. Arbitrage Covenants. *The County covenants that it shall not take or omit to take any action the taking or omission of which will cause the VRA Bonds to be "arbitrage bonds" within the meaning of Section 148 of the Internal Revenue Code of 1986, as amended, and regulations issued pursuant thereto (the "Code"), or otherwise cause interest on the VRA Bonds to be includable in the gross income for Federal income tax purposes of the registered owner thereof under existing law. Without limiting the generality of the foregoing, the County shall comply with any provision of the Tax Compliance Agreement (as defined below) that may require the County at any time to rebate to the United States any part of the earnings derived from the investment of the gross proceeds of the Local Bond, unless the County receives an opinion of nationally recognized bond counsel that such compliance is not required or is no longer required to prevent interest on the VRA Bonds from being included in the gross income for federal income tax purposes of the registered owners thereof under existing law. The County shall pay any such required rebate from legally available funds.*

11. Tax Compliance Agreement. *Such officers of the County as may be requested are authorized and directed to execute and deliver a tax compliance agreement in relation to the Local Bond (the “Tax Compliance Agreement”) in the form approved by the Chair or Vice Chair of the Board or the County Administrator, or any of them, in collaboration with the County’s bond counsel, with such completions, omissions, insertions and changes as may be approved by the officers of the County executing such Tax Compliance Agreement, whose approval shall be evidenced conclusively by the execution and delivery thereof.*

12. Private Activity Bond Covenant. *The County covenants that it shall not permit the proceeds of the Local Bond or the Related Financed Property (as defined in the Local Bond Sale and Financing Agreement) to be used in any manner that would result in (a) 5% or more of such proceeds or the facilities financed with such proceeds being used in a trade or business carried on by any person other than a governmental unit, as provided in Section 141(b) of the Code, (b) 5% or more of such proceeds or the facilities financed with such proceeds being used with respect to any output facility (other than a facility for the furnishing of water), within the meaning of Section 141(b)(4) of the Code, or (c) 5% or more of such proceeds being used directly or indirectly to make or finance loans to any persons other than a governmental unit, as provided in Section 141(c) of the Code; provided, however, that if the County receives an opinion of nationally recognized bond counsel that any such covenants need not be complied with to prevent the interest on the VRA Bonds from being includable in the gross income for federal income tax purposes of the registered owners thereof under existing law, the County need not comply with such covenants.*

13. Redemption of Refunded Bond. *The County Administrator and County Finance Director are each authorized and directed to select the portion of the Refunded Bond to be redeemed and to take all proper steps to call for redemption all or the portion of the Refunded Bond designated for redemption and cause such portion or all of the Refunded Bond to be prepaid and refunded in full. The Chair or Vice Chair of the Board or the County Administrator, any of whom may act, are authorized to approve changes to the Refunded Bond and related financing documents, including the execution and delivery of an allonge or allonges to the Refunded Bond and any amendments to the financing agreement for the Refunded Bond, as may be necessary to provide for the unrefunded portion, if any, of the Refunded Bond.*

14. Official Statement. *The County authorizes and consents to the inclusion of information with respect to the County contained in VRA’s Preliminary Official Statement and VRA’s Official Statement in final form, both prepared in connection with the sale of the VRA Bonds. The Chair of the Board, the Vice Chair of the Board or the County Administrator, each of whom is authorized to act, are authorized and directed to take whatever actions are necessary and/or appropriate to aid VRA in ensuring compliance with Securities and Exchange Commission Rule 15c2-12, including execution and delivery of a continuing disclosure agreement as deemed necessary by VRA.*

15. SNAP Investment Authorization. *The Board has determined to authorize the County Treasurer, if and as necessary, to utilize SNAP in connection with the investment of the proceeds of the Local Bond.*

16. Other Actions. *All other actions of County officials in conformity with the purposes and intent of this Resolution and in furtherance of the issuance and sale of the Local Bond and the prepayment, redemption and refunding of the portion of the Refunded Bond to be refunded are ratified, approved and confirmed. The County officials are authorized and directed to execute and deliver all agreements, certificates and other instruments considered necessary or desirable in connection with the issuance, sale and delivery of the Local Bond pursuant to this Resolution and the Local Bond Sale and*

Financing Agreement, the refunding of the portion of the Refunded Bond to be refunded and any potential modification or release of any reserve funds related to the Refunded Bond.

17. Effectiveness and Filing of Resolution. This Resolution shall become effective immediately upon its passage. After such passage, a certified copy of this Resolution shall be filed by the Clerk with the Clerk of the Circuit Court of Caroline County, Virginia. The filing of this Resolution with the Clerk of the Circuit Court of Caroline County, Virginia shall be deemed to be the filing of an initial resolution or ordinance with such Court for all purposes of the Act. Any ordinances or resolutions inconsistent herewith previously adopted by the Board are amended to be consistent with this Resolution.

Roll Call Vote:

<i>Black</i>	<i>Yea</i>
<i>Forehand</i>	<i>Yea</i>
<i>Long</i>	<i>Yea</i>
<i>Sili</i>	<i>Yea</i>
<i>Thomas</i>	<i>Yea</i>
<i>Underwood</i>	<i>Yea</i>

8. REQUEST FOR EXPEDITED PUBLIC HEARING: RZ-06-2020 – ERNEST AND YOLANDA JOHNSON, OWNER/APPLICANT

Vice-Chair Thomas stated that he requested that this item be placed on the agenda. He explained that the property was located in the Port Royal District, but he had been contacted because it had previously been in the Mattaponi District prior to the last redistricting.

In response to questions from Chairman Sili, Vice-Chair Thomas explained that the Johnsons were moving from the County due to medical issues and were asking to remove proffers associated with the previous rezoning so the property could be sold with full use of the family apartment as a second dwelling for family or rental.

Supervisor Long moved and Supervisor Black seconded to approve the request for an expedited public hearing for RZ-06-2020 for Ernest and Yolanda Johnson at the October 13, 2020 meeting, pending Planning Commission action at the September meeting.

Roll Call Vote:

<i>Black</i>	<i>Yea</i>
<i>Forehand</i>	<i>Yea</i>
<i>Long</i>	<i>Yea</i>
<i>Sili</i>	<i>Yea</i>
<i>Thomas</i>	<i>Yea</i>
<i>Underwood</i>	<i>Yea</i>

9. PROPOSED HAZARD DUTY PAY FOR EMPLOYEES NOT COVERED BY THE CARES (CORONAVIRUS AID, RELIEF AND ECONOMIC SECURITY) ACT

County Administrator Charles M. Culley, Jr. stated that hazard pay was an allowable expenditure under the CARES Act. He explained that staff was proposing hazard pay for employees that worked on the frontlines with high levels of potential exposure to the virus from April 4, 2020 to

June 6, 2020 while County offices were closed to the public. He said that this included certain employees from the Sheriff’s Office, Fire & Rescue, Building Inspections, Public Works, Public Utilities, Parks & Recreation, Information Technology and the Registrar’s Office.

He stated that eligible employees would receive \$3.75 for each hour worked during this time period. He said that hazard pay was proposed for 194 total employees at a cost of \$261,124.69. He reported that only 135 of the 194 employees were eligible for hazard pay under the CARES Act and as a result, the spending plan for the second round of CARES Act funds approved by the Board at the previous meeting included \$196,313.44 for hazard pay for those eligible employees.

He further stated that staff recommended the use of the Undesignated General Fund Balance to provide the remaining \$64,811.25 needed to cover the remaining 59 employees that were ineligible under the CARES Act. He noted that these employees were solid waste site attendants, facilities and maintenance workers and water/wastewater system personnel who interacted with the public and performed field work during the Pandemic while the officers were closed. He then pointed out that this expense was offset by the savings achieved from Sheriff’s Office and Department of Fire-Rescue salaries being covered by funds received in both rounds of CARES Act allocations.

Vice-Chair Thomas moved and Supervisor Long seconded to approve the use of \$64,811.25 from the FY 2020/2021 Undesignated General Fund Balance for hazard pay for designated employees not eligible under the CARES Act as presented.

Supervisor Underwood stated that he agreed with the motion, but would have liked the pay to have been based on \$4 per hour rather than \$3.75. Mr. Culley stated that there could possibly be some contingency from the CARES I and II funds that could cover that in the future.

<i>Roll Call Vote:</i>	<i>Black</i>	<i>Yea</i>
	<i>Forehand</i>	<i>Yea</i>
	<i>Long</i>	<i>Yea</i>
	<i>Sili</i>	<i>Yea</i>
	<i>Thomas</i>	<i>Yea</i>
	<i>Underwood</i>	<i>Yea</i>

10. INFORMATIONAL/CALENDAR ITEMS

County Administrator Charles M. Culley, Jr. reviewed the schedule for upcoming meetings.

After discussion, it was the consensus of the Board to schedule a worksession to discuss the Ladysmith Service Area Sewer Collection System at 5 p.m. on October 13th prior to the regular meeting.

CLOSING BOARD COMMENTS

Supervisor Long suggested that specific questions for the joint meeting with the School Board be included on the agenda.

ADJOURNMENT

Supervisor Long moved and Supervisor Forehand seconded to recess the meeting until October 6, 2020 at 6 p.m. for a joint meeting with the School Board.

Roll Call Vote:

<i>Black</i>	<i>Yea</i>
<i>Forehand</i>	<i>Yea</i>
<i>Long</i>	<i>Yea</i>
<i>Sili</i>	<i>Yea</i>
<i>Thomas</i>	<i>Yea</i>
<i>Underwood</i>	<i>Yea</i>

CLERK TO THE BOARD

CHAIRMAN