

AT A REGULAR MEETING OF THE BOARD OF SUPERVISORS OF ROCKBRIDGE COUNTY, VIRGINIA, HELD IN THE COUNTY ADMINISTRATION BUILDING, 150 SOUTH MAIN STREET, LEXINGTON, VIRGINIA, ON MONDAY, MARCH 28, 2016 AT 5:30 P.M.

PRESENT: CHAIRMAN: JOHN M. HIGGINS
MEMBERS: RONNIE R. CAMPBELL, RUSSELL S. FORD, ALBERT W. LEWIS, JR., DAVID W. HINTY, JR.

COUNTY ADMINISTRATOR AND CLERK TO BOARD: SPENCER H. SUTER
COUNTY ATTORNEY: VICKIE L. HUFFMAN

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Call to Order

Chairman Higgins called the meeting to order at 5:33 p.m.

Supervisor Campbell delivered the invocation and led in the Pledge of Allegiance.

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Recognitions/Presentations

Chairman Higgins called for recognitions or presentations. There were none.

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Citizens Comments

Chairman Higgins called for citizens comments. He recognized Paul Estabrook, representing Virginia Gold Orchard. Mr. Estabrook wished to comment following the Solid Waste update.

William Mack, of Buffalo District, spoke in regard to the proposed solid waste collection site in the Fancy Hill area. He stated that he has been a member of Kingdom Hall, adjacent to the proposed site, since 1973 when it was built. He stated that he opposes this site for the following reasons: smell crosses boundary lines; it will not have mature trees planted making it noticeable from Kingdom Hall; it will not change the behavior of citizens and they will continue to set trash and large items such as chairs outside the dumpsters on the ground; there will be rodents and rats; and, it will depreciate surrounding

property values. Mr. Mack also added that no Board member would want a collection site next door to their church either. He asked why propose a site location when it is the front line entering the County, since tourists will be looking at this as they enter the County.

Jo Ann Abell, of Buffalo District, spoke in regard to the SPCA and its euthanasia rates for cats. She read aloud the following statement: "Good evening members of the Board of Supervisors, Mr. Suter, Ms. Huffman, and residents. In 2014, I became involved with a group called Saving Animals from Euthanasia Rockbridge County (SAFER), an all-volunteer organization working to help find homes for dogs and cats at the Rockbridge SPCA. Along with other SAFER volunteers, I began volunteering at the shelter, walking dogs and also taking dogs and cats to offsite adoption events to give the animals more exposure to increase their chances of getting adopted. While walking dogs at the shelter, I noticed a young Treeing Walker Hound named Noah. At some point in his short life, Noah lost one of his paws and only had the use of three legs. I started taking him for walks and decided to adopt him in the fall of 2014. I knew that an unneutered hound with special needs was at high risk of euthanasia in our County. What I would like to talk about tonight is the high euthanasia rate for cats that has plagued our shelter for decades, and highlight some of the things other shelters in Virginia are doing to combat the cat overpopulation problem. Our shelter management says they have no choice but to put animals down because, as an open admission pound, they are obligated to take every animal that is brought to them by Animal Control and the public. On the surface that sounds credible, but if you look at what's happening all around us in Virginia, you will find that many open admission shelters that are also mandated to take every animal brought to them have

much higher live release rates for cats than our SPCA. Last year our shelter euthanized 770 cats out of 1129 taken in, for a euthanasia rate of 68%. In contrast, the Augusta County pound, also an open admission shelter that has to accept strays and ferals, only euthanized 83 out of 1255 cats taken in, for a euthanasia rate of 7%. How did they accomplish that? The chart at the bottom of Attachment 1 highlights the difference between the two shelters in terms of programs and policies that have been proven to result in both higher adoption rates and higher numbers of transfers to no-kill rescue groups. "No kill" is defined as saving all healthy and treatable dogs and cats, with euthanasia reserved only for unhealthy and untreatable animals. Much has changed in animal sheltering in the last decade. I would like to briefly mention a few programs that are working to bring down euthanasia rates for companion animals right here in Virginia, in hopes that we might start similar programs in Rockbridge. Make high volume, low-cost cat spay/neuter program available to the community. The single biggest factor that could bring down the number of unwanted animals in the County is offering a low-cost spay/neuter program to the community. When people do not have their pets altered, the result is unwanted kittens and puppies that ultimately wind up in the shelter. The spay/neuter program could be County-funded, donor-funded, grant-funded, or a combination of all three. Getting on the front end of the problem, preventing unwanted litters, means fewer animals coming into the shelter, hence, fewer animals are killed due to lack of space. Lack of space is the main driver of euthanasia in animal shelters. Since 2005, Cats Unlimited, a non-profit in the community, has altered 2767 cats at a cost of \$30 or less using grant funding and donations. Attachment 2 shows the corresponding decrease in the intake of cats at the SPCA over this same time period. But Cats Unlimited cannot do it alone.

They get no government funding and are not meant to be the leader for spay/neuter in the community. The SPCA needs to take the lead by providing a high volume, low cost program to reduce the number of cats and dogs coming into the shelter.

Spay/neuter more cats in the shelter to boost their chances of adoption. The Augusta pound recently received a \$50,000 grant from Petco for spay/neuter to make their animals more adoptable. Petco has been offering grants to shelters for years to help find more homes for the animals. If our SPCA applied for and received such a grant, many animals in the shelter could be spayed or neutered, greatly increasing their chances of adoption. It would save the localities money by reducing euthanasia costs, while adding income to the shelter in the form of adoption fees. Participate in Trap, Neuter and Release (TNR). TNR involves trapping feral cats, taking them to the vet to be altered and vaccinated for rabies, then releasing them back into the colony where residents feed them. It's a proven way to reduce feral cat colonies over time. Attachment 3 describes what TNR is, how it works, and why trap and kill as practiced by our SPCA doesn't work. If it did work, we would have fewer cats coming into the shelter each year, which clearly is not happening. Our shelter says that TNR is not legal in Virginia. Attachment 4 outlines the Attorney General's opinion that TNR is legal as long as government-funded agencies like the SPCA do not engage in returning the animals to the location where they were trapped. However, individuals and private organizations can partner with the SPCA and engage in the return portion of TNR. Finally, Attachment 5 shows that TNR is reducing cat euthanasia rates in nearby Franklin County. Many localities have successfully obtained grant funds to offer low-cost or free spay/neuter for cats. In 2015, the Charlottesville-Albemarle SPCA reached a 92% save rate for cats

by offering free spay/neuter services for feral and owned cats to low and middle income members of the City of Charlottesville and Albemarle County. Likewise, the Lynchburg Humane Society offers free spay/neuter for feral cats in the City, \$25 for all others, funded by a grant from PetSmart. Local nonprofits working to address the homeless cat problem in our area include Cats Unlimited in Lexington, Cat's Cradle in Harrisonburg, and Barn Cat Buddies in Salem. We need our shelter to get on board with Trap, Neuter, and Release and forge partnerships with groups in the community that are already working to decrease the homeless cat population. Set up an Animal Services Advisory Commission. Fairfax County set up such a Commission to serve in an advisory capacity to the Fairfax Animal Shelter and the Board of Supervisors on issues relating to animal health and welfare. The Commission is tasked with enhancing the existing mission and goals of the agency, which include promoting responsible pet ownership, reducing euthanasia and pet overpopulation, and maintaining certification for Shelter Standards of Excellence. Many in the community are frustrated over our shelter's resistance to trying new things, especially when those things have been proved to save animal lives. The SPCA is operating under a 25-year-old contract with Rockbridge County and the cities of Lexington and Buena Vista. It's time to revisit that contract. Our local officials have an obligation to use money efficiently and wisely. It's our job as citizens to make sure they do. I propose that the localities conduct an external assessment of the SPCA to see where improvements could be made. Due to the number of complaints about the high euthanasia rates at the Rockingham-Harrisonburg SPCA, the city and county agreed to conduct a voluntary outside assessment of the shelter's operations and compare their findings to similar type and sized shelters to find ways to improve current operations and make

recommendations. The cost of the study was \$14,000 jointly funded by the city and the county. The results of the study are due out at any time. This is an option we have available to us here to find areas where we can improve the live release rates at our shelter and lower costs. As demonstrated by all of the concerned individuals that took the time to come out tonight, there is a strong desire in the community for a change in our shelter's policy. Animal Shelters are supposed to protect animals from the uncertainties of life and give them a new hope when things go wrong. There are options that we can pursue to make our shelter run more efficiently and save more lives, but we need the leadership of the Board of Supervisors, the Lexington and Buena Vista City Councils, and administrative officers to move forward."

Chairman Higgins asked Ms. Abell to leave the attachments with the Board.

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Items to be Added to the Agenda

Supervisor Lewis added a Closed Meeting regarding personnel issues.

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Approval of Minutes

Supervisor Ford moved to approve the February 11, 2016 and March 14, 2016 minutes. Supervisor Campbell provided the second, and the motion carried by the following roll call vote:

AYES:	Ford, Campbell, Lewis, Hinty, Higgins
NAYS:	None
ABSENT:	None

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Event Application: Boxerwood Education Center - Summer Concert Series

Director of Community Development, Sam Crickenberger, presented this item. He introduced Joe DiNardo, a Trustee for Boxerwood Education.

Mr. DiNardo reviewed the "Boxerwood Music in the Garden" 2016 Concert schedule.

Supervisor Ford moved to approve the Event Application for Boxerwood Education Center's Summer Concert Series. Supervisor Lewis provided the second, and the motion carried by the following roll call vote:

AYES: Ford, Lewis, Campbell, Hinty, Higgins
NAYS: None
ABSENT: None

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Request to Surplus Vehicles/Equipment

Finance Director, Steven Bolster, briefly reviewed the agenda item: "The Rockbridge County Fleet Services Department is holding four vehicles, one bus, and an assortment of old parts at their facility. These items are provided in the table below. There are no departmental needs for these assets."

Year	Make	Model	VIN	Mileage
1990	Chevy	K25000 Pickup	E192164	151,396
2006	Ford	Crown Victoria Police Interceptor	X145582	50,936
2007	Ford	Explorer XLT 4WD	UB50241	107,341
2008	Ford	Crown Victoria Police Interceptor	X143378	154,093
1996	International	3800 Bus	H440305	173,464

The miscellaneous stock items cannot be used for current or future vehicle inventory, nor can they be returned to the original sellers. The assorted items include tire chains,

lights, vacuum hose, hub caps, tubing, Ford & International components, exhaust parts, mufflers, and a storage rack. These items will be auctioned as a single asset. In accordance with sound governmental policy, surplus property should be declared as such by the governing body and disposed of in a manner which is open and equitable. Our plan is to advertise these assets for sale via an online auction service (GovDeals)."

Supervisor Hinty moved to approve the Resolution (shown below). Supervisor Campbell provided the second, and the motion carried by the following roll call vote:

AYES: Hinty, Campbell, Ford, Lewis, Higgins
 NAYS: None
 ABSENT: None

AT A REGULAR MEETING OF THE BOARD OF SUPERVISORS OF ROCKBRIDGE COUNTY, VIRGINIA, HELD AT THE ROCKBRIDGE COUNTY ADMINISTRATIVE OFFICES ON MONDAY, MARCH 28, 2016

RESOLUTION TO DECLARE VEHICLES AND OBSOLETE INVENTORY PARTS HELD AT THE ROCKBRIDGE COUNTY FLEET SERVICES FACILITY AS SURPLUS AND TO AUTHORIZE DISPOSAL THROUGH PUBLIC SALE OR AUCTION, INCLUDING ONLINE PUBLIC AUCTION

WHEREAS, County Departments have turned in four vehicles, a school bus, and obsolete inventory formerly used in staff operations to the Rockbridge County Fleet Services Department and these assets are the property of the County of Rockbridge; and,

WHEREAS, staff has evaluated the need for use of the former staff vehicles, the school bus, and inventory by other County departments or agencies, and recommends that the items be declared as surplus and sold through public sale or auction, including online public auction.

NOW, THEREFORE, be it RESOLVED by the Board of Supervisors of Rockbridge County, Virginia, as follows:

1. That the following Rockbridge County Fleet Services vehicles, bus, and obsolete inventory be, and hereby are, declared surplus property:

Year	Make	Model	VIN	Mileage
1990	Chevy	K25000 Pickup	E192164	151,396
2006	Ford	Crown Victoria Police Interceptor	X145582	50,936
2007	Ford	Explorer XLT 4WD	UB50241	107,341
2008	Ford	Crown Victoria Police Interceptor	X143378	154,093
1996	International	3800 Bus	H440305	173,464
Assorted vehicle parts considered obsolete for current and future use - tire chains, lights, vacuum hose, hub caps, tubing, Ford & International components, exhaust parts, mufflers, and a storage rack.				

2. That the County Administrator or the Fiscal Services Director, as the County Purchasing Agent, is hereby authorized to dispose of said surplus property through public sale or auction, including online public auction, and to sell said property to the highest competitive bidder.

3. That the proceeds of the sale be paid into the General Fund of the County.

4. That the County Administrator or the County Purchasing Agent is hereby authorized to execute such documents and take such actions on behalf of the County as are necessary and appropriate to accomplish the sale of said property, all of which shall be on form approved by the County Attorney.

5. That this resolution shall be effective on and from the date of its adoption.

Adopted this 28th day of March, 2016.

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Public Hearings at 6:00 P.M.

Mark Squires - Rezone from R-1 to A-T

Assistant Director of Community Development, Chris Slaydon, introduced the item and briefly reviewed the agenda item: "Mr. Squires has applied to rezone 6.32 acres located off Valley Pike from R-1 to A-T in order to use it for agricultural purposes, such as renting the cottage as a B&B and raising bees for honey. A B&B is a use by special exception in R-1, but a permitted use in A-T. Public sewer runs through the property along Mill Creek, but since it is 90% floodplain, it has marginal development potential. Additionally, as you can see on the enclosed map, it is the northernmost parcel in the R-1 District on Valley Pike and surrounded on three sides by the A-T District. The Planning Commission has recommended approval of this application. Since their public hearing, we have received one letter from a neighbor with concerns about attracting more bees in the area which she is sensitive to. That letter is enclosed." He provided an aerial view of the proposed property via PowerPoint and introduced the applicant, Mark Squires.

Mr. Squires explained that his 9-year-old son wishes to keep some bees and that he has funds for two (2) hives. He added that his son has some ambition to perhaps sell some

produce from there also. Mr. Squires stated that when he purchased the property, he thought he was buying agricultural land. As for the bed and breakfast, he stated that it would just be a weekend rental from time to time for his family to help pay for the utility costs. He noted that they would not be able to sell the honey made by the bees unless the property was zoned agricultural. He stated that he wants his children to experience the fruits of their labor with literal fruits and literal labor, and he needs agricultural land for that.

Supervisor Lewis stated that this was fascinating and asked Mr. Slaydon to review the aerial view of the property via PowerPoint one more time.

Mr. Crickenberger commented on beekeeping, stating that County Extension Agent, Tom Stanley, was able to put some information together on the subject. That information provided that honey bees are not as aggressive as other bees and are not a concern.

Chairman Higgins opened the public hearing at 6:05 p.m.

Paul Estabrook shared his support of letting this family have the bees.

Chairman Higgins closed the public hearing at 6:06 p.m.

Supervisor Campbell shared his support of allowing the 9-year-old to start a honey business.

Supervisor Ford shared his support also.

Supervisor Lewis shared his support stating that he would be delighted to recommend approval of the Ordinance (shown below). Supervisor Ford provided the second, and the motion carried by the following roll call vote:

AYES:	Lewis, Ford, Campbell, Hinty, Higgins
NAYS:	None
ABSENT:	None

AT A REGULAR MEETING OF THE BOARD OF SUPERVISORS OF ROCKBRIDGE COUNTY, VIRGINIA, HELD AT THE ROCKBRIDGE COUNTY ADMINISTRATIVE OFFICES ON MONDAY, MARCH 28, 2016

Ordinance to Change the Zoning Classification of a 6.32-Acre Parcel of Land (Tax Map #62A-1-1A) from Residential General District (R-1) to Agricultural Transitional District (A-T) Owned by Mark T. and Trudy M. Squires and Located Along the East Side of Valley Pike in the Walkers Creek Magisterial District of Rockbridge County

WHEREAS, the Planning Commission held a public hearing on this matter on March 9, 2016, and recommended approval of the application to the Board; and,

WHEREAS, legal notice has been provided in accordance with §15.2-2204 of the Code of Virginia (1950, as amended) and in accordance with the Rockbridge County Land Development Regulations; and,

WHEREAS, the Board of Supervisors has held a public hearing on this matter on March 28, 2016; and,

WHEREAS, the Board of Supervisors has determined that the rezoning of the property would generally promote the health, safety and general welfare of the public, and that it accomplishes one or more of the objectives set forth in §15.2-2200 of the Code of Virginia (1950, as amended), and serves one or more of the purposes set forth in §15.2-2283 of the Code of Virginia.

NOW, THEREFORE, BE IT ORDAINED by the Board of Supervisors of Rockbridge County, Virginia, as follows:

1. That the zoning classification of a 6.32-acre parcel of land (Tax Map #62A-1-1A) owned by Mark T. Squires and Trudy M. Squires, located along the east side of Valley Pike approximately 1.7 miles north of its intersection with Maury River Road in the Walkers Creek Magisterial District of Rockbridge County, is hereby changed from Residential General District (R-1) to the Agricultural Transitional District (A-T).
2. That this action is taken upon the application of the property owners, Mark T. Squires and Trudy M. Squires.

3. That this ordinance shall be effective on the date of its adoption. All ordinances or parts of ordinances in conflict with the provisions of this ordinance are hereby repealed. The Zoning Administrator is directed to amend the zoning district map to reflect the change in zoning classification authorized by this ordinance.

Adopted this 28th day of March, 2016.

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BARC Electric Cooperative - Modify Conditions of Special Exception Permit

Mr. Slaydon briefly reviewed the agenda item: "BARC has applied to amend their previously approved site plan. They have accurately located the drain field and found that it extends into the old playing field, impacting the current layout of the solar array. Now that they own the adjoining seven acres of the Williamson property, the required buffer is not needed along that former property line and the solar array can be shifted onto that property. Additionally, they would like to make an area available for the community to develop a playing field. The approved and revised plans are enclosed as well as the original conditions. The Planning Commission has recommended approval of this application." He next, via PowerPoint, showed the revised site plan that was submitted just before the meeting and read aloud the new conditions attached to the proposed Ordinance (shown below). Mr. Slaydon further explained that he and Mr. Crickenberger were in the area recently and noticed that BARC was doing some earth work around the tree line separating BARC's property from the Williamson's property. He advised that BARC had removed all vegetation on the property line, and that the Special Exception Permit required that the existing buffer be preserved. He next introduced Mike Keyser, BARC's CEO.

Mr. Keyser reviewed the newly revised site plan shown via PowerPoint explaining that some of the County's representatives

and some of BARC's Board of Directors had met earlier that morning on site. He noted that, at the request of those in attendance, a revised site plan was created just before the Board of Supervisors meeting. He stated that he was asked to show the following on the revised plan: reflect phase 1 of the project showing exactly where the solar panels would be; and, to designate the area for a community field. He explained what had precipitated the removal of the tree line, noting that: the contractor did not want to put solar panels up the hillside; to obtain maximum efficiency the solar panels had to be reoriented; the septic drain field was larger than thought and also not where it was thought to be; and thus, the tree line was removed to extend the edge of the revised solar field onto a portion of the newly-acquired Williamson tract.

Supervisor Ford clarified that he and Chairman Higgins had been out at the site earlier in the day along with the President of the BARC Board, and that they had requested that they try to get as accurate a sketch as possible, which is why the revised site plan was given just before the meeting. Supervisor Ford noted that there was some flood zone that BARC had to stay away from, which was also a factor in forcing them to move further in the opposite direction.

Mr. Slaydon advised that the new acreage on tax map number 47-A-50 changed from 8 acres to 15.32.

EDA member, Janie Harris, asked how the removal of the tree line affects the visibility of the entire project from other parts of the roadway, and she added that the purpose of the original proposal was to keep that tree line in as a buffer not just to shield it from the Williamson property, but also from the roadways and other areas of the community that might look into it.

Chairman Higgins opened the public hearing at 6:22 p.m.

Steve Hart, of Still House Drive in Kerrs Creek, stated that he has a contract to purchase the additional portion of the Williamson property across the road from the proposed solar field and should own it within a month. He clarified that he does not oppose this project; however, he had some concerns. Those concerns were: he believes the solar field is in a flood zone; there is no fence or vegetated barrier to stop children or balls from entering the road when playing at the community field; Highland Belle can be seen from the collection site and trees should be added to block it and make it look less industrial; and, it does not make sense to move the collection site to someone else's property or to have to buy property in Kerrs Creek.

Mr. Slaydon advised that the flood plain shown on the original site plans had been larger than what is depicted now, following a Letter of Map Amendment (LOMA) completed by Perkins and Orrison, which removes a portion of the property from the flood plain.

Mr. Keyser advised that BARC sought the LOMA before acquiring the Williamson's property, which is why it does not extend to that property.

Ms. Harris asked how much acreage was compromised in the combination of the flood plain, septic field, and the slope.

Mr. Keyser was uncertain.

Tom Bundy, of the South River District, shared his disappointment at the procedure being used. He expressed concern about using a revised site plan that was provided at 3:30 p.m. the same day it was being considered at a Public Hearing. He shared that it is not a good way to do business and citizens have no way of preparing comments for the public hearing when they do not know what is even being considered. He

requested that the Board not take any action and the Public Hearing be rescheduled.

Chairman Higgins replied that the only thing that really changed on the site plan was the name of the soccer field - which was changed to community field.

Mr. Slaydon added that there were other changes: the access was taken off of the road and the parking was rearranged.

Supervisor Lewis shared his appreciation of Mr. Bundy's comment; however, he continued that in this particular case, the new plat is more restrictive, showing exactly what the limits are of phase 1.

Supervisor Ford stated that he had asked BARC President, Keith Swisher, for the updated site plan to provide more clarity at the request of citizens, and also to assist the EDA, which possibly had not had enough information to make an informed decision at their last meeting. He added that he hoped the changes would provide that more complete information.

Mr. Bundy stated that, assuming everything said is actually true, it does not give him time to clarify it. He reiterated that citizens do not have the opportunity to comment on the new information and feels it is not fair. He also reiterated that he felt the Board should postpone action on this Public Hearing.

Chairman Higgins advised that the County is working with BARC on having a collection site somewhere on their expanded parcel, because it is a good location; negotiations continue with BARC.

Bruce Brock, of the Kerrs Creek District, stated that part of the agreement was for no expansion but BARC has already expanded. He shared that this project continues to devalue his property, and that he is a disgruntled property owner who has to live across from this project. He added that Supervisor Lewis's company had put some of the plantings in on the BARC property.

He shared his disappointment in the procedure used early on, when he was interested in purchasing the Highland Belle property and also shared his disappointment in the secrecy used throughout the entire process.

Torben Pederson, of the Natural Bridge District, shared his support for the solar energy project and how he sees this as a positive for Rockbridge County.

Buddy Powers, of Kerrs Creek, stated that he was about to invest about \$1.5 Million purchasing the property adjacent to Highland Belle. He advised that the proposal would be in violation of the original site plan in that it expands off the Highland Belle property; moreover, he has executed an easement with BARC that limits expansion. He stated that he is willing to amend the easement to allow for the new site plan. He added that the original intention of the tree line in Condition #9 was to screen the project and that BARC could easily achieve screening that section of the property. To address Mr. Brock's concern, Mr. Powers stated that there is room on the Big Spring Drive side to screen the project further. He noted that he had recently planted 10-12 foot trees on his property so proper screening is available.

Chairman Higgins closed the public hearing at 6:47 p.m.

Chairman Higgins asked County Attorney, Vickie Huffman, to advise the Board of the procedure to be followed.

Ms. Huffman replied that the Board had just held a public hearing on the Special Exception Permit amendment, which does not involve the EDA in the decision. However, the next item regarding BARC does involve the EDA.

Supervisor Campbell advised that Mr. Powers had contacted him about his concern related to the eminent domain issue and how he would like to see it kept in the agreement.

Ms. Huffman advised that that would be related to the next item on the agenda, not the Special Exception Permit amendment.

Supervisor Hinty abstained from voting, citing his employment with Dominion Power Company.

Supervisor Ford stated that BARC bought the property with the intention to expand while staying out of the flood plain. He stated that BARC had been given improper information by the County on the drain field location. He advised that he had requested a revised site plan because initially what was being called a soccer field was in no way going to be a soccer field, as it was too bumpy and would need to be regraded; thus, he asked that it be relabeled as a community field to be truthful in the labeling. He explained that what is being looked at is whether or not BARC should screen the area where they had removed the trees or whether the privacy fence will provide that level of screening. He added that the Planning Commission felt that the privacy fence would do the job.

Mr. Slaydon reviewed the specifics of the fencing as noted in the Conditions.

Mr. Suter commented on the parking. He stated that the parking shown on the revised plan would not be sufficient, and that VDOT would likely not call it sufficient for their requirements for a community field. He noted that the length of the field on the new plan looks longer than on the old plan - but maybe parking could be doubled on one side.

Supervisor Ford reiterated his previous statement that he had been told by two architects that there was no way to turn the indicated area into a soccer field without a considerable amount of fill and grading. He asked Chairman Higgins if he thought trees would be necessary.

Chairman Higgins replied that he felt he would rather have more parking.

Supervisor Lewis abstained from voting because of a perceived conflict that had just arisen.

Ms. Huffman made a point of clarification, stating that the new site plan was dated 3/28/16 and if that plan were to be approved, then all references in the Ordinance and exhibits would need to be changed to 3/28/16.

Mr. Slaydon asked if the Board wished to approve, would it be for phase 1 alone or for phases 1 and 2.

Ms. Huffman replied that if the Board wished to limit the phase(s) approved, it would need to be specified.

Supervisor Ford moved to adopt the amended Special Exception Conditions one through ten, referencing the Ordinance and changing all references to include the 3/28/16 site plan. Supervisor Campbell provided the second and the motion carried by the following roll call vote:

AYES:	Ford, Campbell, Higgins
NAYS:	None
ABSTAIN:	Lewis, Hinty
ABSENT:	None

AT A REGULAR MEETING OF THE BOARD OF SUPERVISORS OF ROCKBRIDGE COUNTY, VIRGINIA, HELD AT THE ROCKBRIDGE COUNTY ADMINISTRATIVE OFFICES ON MONDAY, MARCH 28, 2016

Ordinance Granting an Amended Special Exception Permit to BARC Electric Cooperative to Develop an Office Complex, Equipment Yard, and Solar Field for Power Generation in the Agricultural and General Uses District (A-2) on Property Located at 1972 Big Spring Drive (Tax Map #47-A-50), Known as the Former Highland Belle School Property, and the Adjoining Property Formerly Owned by Williamson (previously a Portion of Tax Map #47-A-54, now #47-A-50) in the Kerrs Creek Magisterial District

WHEREAS, on May 26, 2015, the Board of Supervisors adopted an Ordinance to grant BARC a special exception permit, with conditions, for an office complex, equipment yard, and solar field on property located at 1972 Big Spring Drive and known as the former Highland Belle School property, identified on the Rockbridge County Land Records as Tax Map No. 47-A-50; and,

WHEREAS, BARC subsequently acquired the adjoining Williamson property, previously identified on the Rockbridge County Land Records as a portion of Tax Map #47-A-54, and added and combined it with Tax Map #47-A-50 (the Highland Belle property); and,

WHEREAS, BARC proposes to expand its solar field project into the former Williamson parcel, and has filed its application for an amended special exception permit to allow expansion of the solar project; and,

WHEREAS, the Rockbridge County Planning Commission held a public hearing on this matter on March 9, 2016, and recommended to the Board of Supervisors that the special exception permit be approved with revised specified conditions; and,

WHEREAS, legal notice has been provided in accordance with §15.2-2204 of the Code of Virginia (1950, as amended) and in accordance with the Rockbridge County Land Development Regulations; and,

WHEREAS, the Board of Supervisors has held a public hearing on this matter on March 28, 2016; and,

WHEREAS, the Board of Supervisors, after review of the application and all other documentation submitted by the applicant, the Planning Commission and the public, after due consideration to the presentations and comments at the public hearing hereon, and after evaluation of the factors set forth in §802.03-5 of the Rockbridge County Land Development Regulations, finds and determines that the proposed use, with the herein specified conditions, is consistent with the Comprehensive Plan, the policies of Rockbridge County and the public interest.

NOW, THEREFORE, BE IT ORDAINED by the Board of Supervisors of Rockbridge County, Virginia, as follows:

1. That the Board finds that the granting of an amended special exception permit to BARC Electric Cooperative, to develop an office complex, equipment yard, and solar field for power generation in the Agricultural and General Uses District (A-2) pursuant to Section 603.03-9 of the Rockbridge County Land Development Regulations, as shown on the concept site plan prepared by BARC Electric Cooperative, dated March 28, 2016, on file in the office of the Clerk to the Board of Supervisors, for property located at 1972 Big Spring Drive (Tax Map #47-A-50), known as the former Highland Belle School property, and the adjoining property formerly owned by Williamson (previously a portion of Tax Map #47-A-54, now added and combined into Tax Map #47-A-50) in the Kerrs Creek Magisterial District of Rockbridge County, Virginia, is substantially in accord with the Comprehensive Plan of the County adopted

pursuant to the provisions of Section 15.2-2232 of the Code of Virginia (1950, as amended), and said amended special exception permit is hereby granted and approved with and subject to the conditions set forth on Exhibit A attached hereto and incorporated herein by reference.

2. That this ordinance shall be effective on the date of its adoption. All ordinances or parts of ordinances in conflict with the provisions of this ordinance are hereby repealed.

Adopted this 28th day of March, 2016.

EXHIBIT A
BARC ELECTRIC COOPERATIVE
AMENDED SPECIAL EXCEPTION PERMIT CONDITIONS
FOR OFFICE COMPLEX, EQUIPMENT YARD, AND SOLAR FIELD FOR POWER
GENERATION ON THE HIGHLAND BELLE SCHOOL PROPERTY
AND ADJOINING FORMER WILLIAMSON PROPERTY
MARCH 28, 2016

(1) Substantial compliance with concept site plan prepared by BARC Electric Cooperative, dated March 28, 2016.

(2) Lower portion of any solar panel shall be installed above base flood elevation and materials used shall not be harmful to aquatic life.

(3) If the solar array is decommissioned or no longer functional, it shall be removed and the property restored to pre-array conditions.

(4) No razor or barbed wire shall be used for security fencing associated with the solar array.

(5) Chain link fencing, which shall be green or black rubber coated and at a minimum height of seven feet (7'), shall be installed around the perimeter of the solar field as shown on the March 28, 2016, site plan. Privacy slats, at a minimum height of seven feet (7'), shall be installed and maintained on the chain link fencing along Big Spring Road, Fredericksburg Road, and West Midland Trail.

(6) Any outdoor lighting shall meet the requirements of Section 1303, Lighting Ordinance.

(7) Any replacement power poles or new communication towers shall be made of wood.

(8) Any power lines connecting the solar array to BARC lines and any fiber lines shall be installed underground, as depicted on the site plan dated March 26, 2016.

(9) Emerald Green Arborvitae shall be planted and maintained along the eastern property line of the adjoining land owner, Tax Map 47-A-50A, if approved by the land owner.

(10) All existing vegetation along Big Spring Drive and West Midland Trail shall be preserved and all new plantings shall be maintained.

* * * * *

**Public Hearing on Removal or Amendment on Non-Expansion
Covenant on Former Highland Belle Property Conveyed to BARC**

At 7:03 p.m., the EDA reconvened their meeting that was continued from Monday, March 21, 2016.

Ms. Huffman briefly reviewed the agenda item: "On May 26, 2015, the Board of Supervisors adopted an Ordinance to authorize conveyance of the 8-acre former Highland Belle School property (Tax Map #47-A-50) to the Rockbridge County Economic Development Authority (EDA). Pursuant to the Performance Agreement dated July 14, 2014, the EDA would then convey the property to BARC Electric Cooperative for economic development purposes. In its May 26th approval, the Board of Supervisors added the condition that approval was "subject to the condition that BARC agrees not to expand its operations beyond the property being conveyed, but shall be entitled to use all of its rights and powers available to obtain the necessary underground easements to Fredericksburg Road (Route 60), in accordance with the May 21, 2015, site plan." The deeds have been executed and recorded - BARC now owns the former Highland Belle School property, subject to the non-expansion condition. BARC has since acquired the adjoining Williamson property, formerly identified in the Rockbridge County Land Records as a portion of Tax Map #47-A-54, and added and combined the parcel with the Highland Belle School property. The combined properties contain approximately 15 acres, identified as Tax Map #47-A-50. An application to amend the

Special Exception permit for expansion of the solar field project onto the former Williamson property is in process. The title condition is separate, however, from the zoning consideration. The expansion would be in violation of the non-expansion condition. Removal or amendment of the condition requires adoption of an amended Ordinance, following public hearing. A draft Ordinance to amend the condition is attached for the Board's consideration and discussion. On March 21, 2016, the County EDA considered a similar amendment. After a tie vote resulting in a failed motion, the EDA decided to continue their meeting to March 28, 2016, at 6:00, to consider the matter following the Board's public hearings related to the BARC project expansion."

Chairman Higgins opened the public hearing at 7:08 p.m.

Supervisors Lewis and Hinty recused themselves from voting and discussions.

There were no public comments. Chairman Higgins closed the public hearing at 7:08 p.m.

EDA member, Janie Harris, commented that it seems like any action taken by the EDA is "after the fact" and questioned what the EDA's comment would accomplish.

Ms. Huffman explained that the Board has not acted on this matter yet; however, the EDA had a chance to act on this during their last meeting but could not reach a decision; so it is coming forward now because the EDA wanted to hold their meeting during the Board of Supervisors meeting to potentially take a different action.

EDA member, Robbie Faulkner, asked why BARC cut the trees down and by whose authority, noting that they did not have the right to go around the covenant.

Ms. Huffman explained that Mr. Keyser's statement at the Planning Commission was that BARC thought that because they had

purchased the Williamson property that that screening was no longer necessary. She added that it was a violation of the Conditions and that is why they came forward for a request to amend it.

Mr. Faulkner asked if that type of violation has no consequences.

Director of Community Development and EDA Secretary, Sam Crickenberger, explained, "These are the consequences." He stated that, when looking at another property near the BARC property, he and Mr. Slaydon had seen that the trees were being removed. He stated that he then contacted Mr. Keyser, who found out that he had made a mistake thinking that because BARC had purchased the Williamson property, that it was no longer a valid condition. He clarified that the EDA's action was different than the Board's action and that the actions can take place in any order. He added that the EDA had been presented with a Resolution drafted by Ms. Huffman that mimics the language presented to the Board of Supervisors. He noted that the language in the Resolution still protects expansion beyond the two property lines and the language about the easement through Big Springs was deleted as the routing is entirely different now.

EDA member, Roy Powell, asked to see the Big Springs property that Mr. Powers was purchasing. This was shown on the projected map and aerial photograph.

Supervisor Ford requested that the Board of Supervisors take action before the EDA so they (the EDA) would know the language the Board is using in their motion.

Supervisor Ford moved to approve the Ordinance (shown below). Supervisor Campbell provided the second, and the motion carried by the following roll call vote:

AYES: Ford, Campbell, Higgins
NAYS: None
ABSTAIN: Lewis, Hinty
ABSENT: None

AT A REGULAR MEETING OF THE BOARD OF SUPERVISORS OF ROCKBRIDGE
COUNTY, VIRGINIA, HELD AT THE ROCKBRIDGE COUNTY ADMINISTRATIVE
OFFICES ON MARCH 28, 2016

Ordinance to Amend Ordinance Adopted on May 26, 2015,
to Approve Amendment of the Non-expansion Condition on
the 8-Acre Parcel of Real Estate (Tax Map #47-A-50)
Located at 1972 Big Spring Drive, on the North Side of Big
Spring Drive (State Route #631) in the Kerrs Creek
Magisterial District, known as the Former Highland Belle
School Property, Conveyed to BARC Electric Cooperative
for Economic Development Purposes

WHEREAS, on May 26, 2015, the Board of Supervisors held a public hearing on the disposition of the former Highland Belle School property ("Highland Belle property"), an 8-acre parcel of improved real estate located at 1972 Big Spring Drive, located on the north side of Big Spring Drive (State Route #631) in the Kerrs Creek Magisterial District of Rockbridge County, identified on the Rockbridge County Land Records as Tax Map #47-A-50, and adopted an Ordinance to authorize and approve conveyance of the Highland Belle property to the Rockbridge County Economic Development Authority ("County EDA"), for subsequent conveyance to BARC Electric Cooperative ("BARC") pursuant to a Performance Agreement dated July 24, 2014, between the County, the County EDA, and BARC; and,

WHEREAS, said May 26, 2015, Ordinance provided that approval was "subject to the condition that BARC agrees not to expand its operations beyond the property being conveyed, but shall be entitled to use all of its rights and powers available to obtain the necessary underground easements to Fredericksburg Road (Route 60), in accordance with the May 21, 2015, site plan" (the "non-expansion condition"); and,

WHEREAS, by deed dated June 26, 2015, and recorded as Instrument #150001697, in the Clerk's Office of the Circuit Court of Rockbridge County, Virginia, the Board of Supervisors of Rockbridge County, Virginia, ("County") conveyed the Highland Belle property to the County EDA, subject to the non-expansion condition; and,

WHEREAS, by deed dated June 26, 2015, and recorded as Instrument #150001698 in the aforesaid Clerk's Office, the EDA conveyed the Highland Belle property to BARC, subject to the non-expansion condition; and,

WHEREAS, BARC subsequently acquired the adjoining Williamson property, previously identified on the Rockbridge County Land Records as a portion of Tax Map #47-A-54, and added and combined it with Tax Map #47-A-50 (the Highland Belle property); and,

WHEREAS, BARC proposes to expand its solar field project into the former Williamson parcel; and,

WHEREAS, the Board has held a public hearing on the removal or amendment of the non-expansion condition on March 28, 2016; and,

WHEREAS, the Board has determined that it is appropriate and in the public interest to amend the non-expansion condition to allow for BARC's expansion of its solar field project onto the former Williamson property.

NOW THEREFORE, BE IT ORDAINED by the Board of Supervisors of Rockbridge County, Virginia, as follows:

1. That the non-expansion condition in deed dated June 26, 2015, and recorded as Instrument #150001697 in the aforesaid Clerk's Office, from the County to the County EDA be amended as follows:

The real estate herein conveyed shall be subject to the condition that the Grantee, or its successors or assigns, shall not expand its operations beyond the property being conveyed and the adjacent property formerly owned by Williamson and formerly identified as a portion of Tax Map #47-A-54 (currently added and combined with the above-described property and designated as Tax Map #47-A-50), and no further easements for any purpose will be acquired by any means across the adjoining property currently owned by Special Friends of Virginia, LLC and identified as Tax Map #47-A-50A.

2. That the County Administrator is hereby authorized to execute the amended deed to the Economic Development Authority, and to execute such other and further documents and take such further actions as are necessary to accomplish this

transaction on behalf of the Board of Supervisors, all of which shall be upon form and subject to the conditions approved by the County Attorney.

3. That this ordinance shall be effective on and from the date of its adoption.

Adopted this 28th day of March, 2016.

* * * * *

EDA Discussion/Motion

Ms. Harris stated that the EDA agreed with the conveyance of the property last year to prohibit any expansion on this project. She added that while she supports the solar energy project, the solar field adds more of an impact to the community than what was initially proposed. She stated that she did not agree to any means of expansion of that property when the conveyance took place. Ms. Harris added that she did not support changing the deed after they made a mistake and that it is setting a bad precedent.

Mr. Powell asked for clarification on where the community field and solar field were to be located. He asked about screening the community field so that children and the balls they play with do not enter onto the road.

Mr. Crickenberger replied that the existing buffer around that area provides some privacy and protection.

EDA Chairman, Lingon Jones, asked the EDA to look and see if the expansion helps the County economically.

Mr. Keyser stated that the way it helps economically is that every subscriber to the project receives a fixed power rate for 20 years at the rate they subscribe to in phase 1, and that phase 1 is already 60% subscribed, and by the time the project starts, it will reach 100%.

Gene Tilles asked about job creation.

Mr. Keyser explained that it has created some local temporary jobs for construction workers. He stated that it

would not create any permanent positions; however, the affiliated broadband project will provide five or six new employees.

Mr. Faulkner asked Mr. Keyser to explain to him why the trees were cut down.

Mr. Keyser explained that he, as well as many others at BARC, thought it was okay because now that they owned the Williamson property they did not see why it was necessary to block the view of their own project.

Ms. Harris commented saying it sounded like it was a "forgiveness rather than permission" situation.

Mr. Faulkner moved to approve the Resolution (shown below). Mr. Tilles provided the second, and the motion carried by the following roll call vote:

AYES:	Faulkner, Tilles, Powell, Locher, Jones
NAYS:	Harris
ABSTAIN:	None
ABSENT:	Whitesell

AT A REGULAR MEETING OF THE ROCKBRIDGE COUNTY ECONOMIC DEVELOPMENT AUTHORITY HELD AT THE ROCKBRIDGE COUNTY ADMINISTRATIVE OFFICES ON MARCH 28, 2016

Resolution to Amend the Non-expansion Condition on the 8-Acre Parcel of Real Estate (Tax Map #47-A-50) Located at 1972 Big Spring Drive, on the North Side of Big Spring Drive (State Route #631) in the Kerrs Creek Magisterial District, known as the Former Highland Belle School Property, Conveyed to BARC Electric Cooperative for Economic Development Purposes

WHEREAS, by deed dated June 26, 2015, and recorded as Instrument #150001697, in the Clerk's Office of the Circuit Court of Rockbridge County, Virginia, the Board of Supervisors of Rockbridge County, Virginia, ("County") conveyed to the Economic Development Authority of Rockbridge County ("EDA") the 8-acre parcel of real estate located at 1972 Big Spring Drive, known as the former Highland Belle School and identified on the Rockbridge County Land Records as Tax Map #47-A-50, referred to herein as the "Highland Belle property"; and,

WHEREAS, by deed dated June 26, 2015, and recorded as Instrument #150001698 in the aforesaid Clerk's Office, the EDA conveyed the Highland Belle property to BARC Electric Cooperative ("BARC"); and,

WHEREAS, each of the above-described deeds included a condition that the grantee shall not expand its operations beyond the property being conveyed; and,

WHEREAS, BARC subsequently acquired the adjoining Williamson property, previously identified on the Rockbridge County Land Records as a portion of Tax Map #47-A-54, and added and combined it with Tax Map #47-A-50 (the Highland Belle property); and,

WHEREAS, BARC proposes to expand its solar field project into the former Williamson parcel; and,

WHEREAS, the EDA has determined that it would be appropriate to amend the condition to allow for BARC's expansion of its solar field project onto the former Williamson property.

NOW THEREFORE, BE IT RESOLVED by the Rockbridge County Economic Development Authority as follows:

1. That, subject to approval by the Board of Supervisors, the non-expansion condition in deed dated June 26, 2015, and recorded as Instrument #150001698 in the aforesaid Clerk's Office, from the EDA to BARC be amended as follows:

The real estate herein conveyed shall be subject to the condition that the Grantee, or its successors or assigns, shall not expand its operations beyond the property being conveyed and the adjacent property formerly owned by Williamson and formerly identified as a portion of Tax Map #47-A-54 (currently added and combined with the above-described property and designated as Tax Map #47-A-50), and no further easements for any purpose will be acquired by any means across the adjoining property currently owned by Special Friends of Virginia, LLC and identified as Tax Map #47-A-50A.

2. That the Chairman or Vice-Chairman of the County EDA is hereby authorized to accept an amended deed for the property with the revised condition set forth in paragraph 1, and to execute an amended deed to BARC for revision of the non-

expansion condition as herein provided, and to execute such other and further documents, and to take such further actions, as are necessary to accomplish this transaction on behalf of the Economic Development Authority of Rockbridge County.

3. That this resolution shall be effective on and from the date of its adoption.

Adopted this 28th day of March, 2016.

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The EDA closed their meeting at 7:26 p.m.

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Chairman Higgins called for a break.

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Chairman Higgins reconvened the Board of Supervisors meeting at 7:34 p.m.

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Solid Waste Update

Director of Solid Waste, Jeremy Garrett, briefly reviewed the agenda item: "At its last regular Board meeting on March 14th, the Board received a solid waste planning update by staff. Unless the Board directs otherwise, regular updates will continue at each upcoming regularly scheduled Board meeting, as directed by the Board in the February 22nd Work Session. Updates will focus on action items related to each of the four (4) major areas of Solid Waste (Collections, Recycling, Transportation, and Disposal). Current updates are as follows:

Collections:

- Staff continues to develop RFP for Engineering Services to provide site design and surveying for potential new collection sites as discussed at the February 22nd Work Session.
- A general phasing plan has been drafted but has yet to receive input from the Solid Waste Committee.

- Mr. Suter presented key solid waste collection concept information to the Rockbridge Awareness Group (RCA) and the Brownsburg Ruritan Club on March 16th at the Rockbridge Baths Fire House. Several citizens voiced their thoughts; he hopes to address these concerns during future presentations.

Recycling:

- The new compactor at the landfill site is in full operation and we are currently hauling all co-mingled recycling materials via compactor containers as planned.

Transportation (Hauling):

- The County continues to work with CSD, Inc. under the new hauling agreement. No additional information at this time.

Disposal (Landfill Expansion):

- The County and the City of Lexington continue to work together to complete a joint Solid Waste Agreement. The first draft of the agreement has been completed by the Lexington City Attorney and is currently under review by County staff. Authority review is pending the completion of an ongoing Legal Services RFP.
- Staff and Draper Aden Associates have completed all necessary responses to the VA DEQ Part B review comments received on March 4, 2016. Final submission of all responses and associated documents was completed on March 21st. All responses have been in coordination with DEQ via a series of phone calls and emails in hopes of further expediting the remaining approvals.
- The Solid Waste Authority has received three proposals in response to the advertised RFP for Legal Services, and the review team (City Attorney, County Attorney, Solid

Waste Director) has completed interviews for each. The review team intends to conduct contract negotiations this week.

- Staff is working to develop an RFB for aggregate and hauling needs associated with the landfill expansion. The RFB needs to be issued in the next couple of weeks in order to help ensure that suppliers can meet the specifications, mobilization times, and the overall project schedule.
- Landfill Expansion Construction Bid documents (legal/technical) have been drafted by DAA. Based on the projected construction schedule, this process is very time sensitive. Currently the documents are under review by the County Attorney. VRA Credit review is complete as part of the February 8, 2016 application submittal.
- Davenport has completed, and staff has reviewed, the required Financing Agreement and associated Resolutions for the 2016 Spring Bond Sale.

Staff will continue to work with multiple outside resources and agencies in hopes of engaging the Solid Waste Committee and ultimately the full Board with additional information."

Supervisor Ford advised that he and Chairman Higgins met with Keith Swisher, BARC President, at the potential site in the Kerrs Creek area near the Highland Belle property; the proposed site appears to be suitable. VDOT has begun to study entrance requirements, and so far, their response has been favorable.

Mr. Suter added that cost estimates for an entrance were being looked at, as VDOT has said there do not seem to be any fatal flaws in the potential of getting an entrance at the proposed location.

Paul Estabrook expressed his concerns in relation to the proposed Fancy Hill collection center. He made the following comments:

- He stated that the proposed site would not be considered a trash transfer site and the Board should correctly call it a trash collection site.
- What form of fire protection would be used and where is the water source?
- How can you clean the site to keep the dust down?
- You should start taking water samples now.
- You should reconsider this site and look at other sites.
- Soon he will be too old to work his orchard; he will need to sell his property, but its value is affected by this site.
- We cannot chance contaminating his water supply, as clean water is a requirement to spray fruit.

Mr. Estabrook provided the Board with a map of an alternate location on Broad Creek Church Road, noting that the County Administrator would likely recognize it.

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Convene Solid Waste Authority (SWA)

Chairman Higgins convened the SWA at 7:54 p.m.

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Consideration of Landfill Financing Documents

Ms. Huffman briefly reviewed the agenda item: "Staff has proceeded with steps to obtain the necessary financing for construction and reimbursement of design and other expenses associated with the Landfill expansion. The application to the Virginia Resources Authority (VRA) for the Spring 2016 Virginia Pooled Financing Program was submitted on February 5, 2016. VRA credit approval has been received. Formal approval of all necessary financing documents through adoption of an Authorizing

Resolution is required at the Board's March 28th meeting, in accordance with the schedule. The financing will be accomplished through the Solid Waste Authority's issuance of an up to \$6,400,000 Revenue Bond to cover the costs to design, construct, reconstruct, expand and equip the Landfill improvements. The bond issue is to include the costs associated with issuance. The revenue generated by the Landfill's operations will be pledged for payment of the debt. The proposed Authorizing Resolution is attached, with Exhibits (VRA Term Sheet and draft Bond)."

Supervisor Campbell moved to approve the Resolution (shown below). Supervisor Ford provided the second, and the motion carried by the following roll call vote:

AYES:	Campbell, Ford, Lewis, Hinty, Higgins
NAYS:	None
ABSENT:	None

RESOLUTION AUTHORIZING THE ISSUANCE, SALE AND AWARD OF AN UP TO \$6,400,000 ROCKBRIDGE COUNTY SOLID WASTE AUTHORITY REVENUE BOND (LANDFILL EXPANSION PROJECT), SERIES 2016, AND PROVIDING THE FORM AND DETAILS THEREOF

WHEREAS, pursuant to Chapter 51, Title 15.2 of the Code of Virginia, 1950, as amended (the "Act"), the Rockbridge County Solid Waste Authority ("SWA") is empowered to acquire, purchase, lease, construct, reconstruct, improve, extend, operate, maintain and finance a garbage and refuse collection and disposal system within, without, or partly within and without the County of Rockbridge, Virginia (the "County"), and to otherwise have, possess and exercise the powers granted by the Act and as otherwise authorized or permitted by law; and

WHEREAS, the SWA, pursuant to the Act, is empowered to pledge for the payment of principal and interest on its revenue bonds the revenues of such system, or any portion thereof, so long as the full faith and credit of the Commonwealth of Virginia, the County, or any other political subdivision of the Commonwealth of Virginia are not pledged to the payment of such bonds; and

WHEREAS, in accordance with the Articles of Incorporation of the SWA, the members of the Board of SWA are composed of the members of the Board of Supervisors of the County ("Board of Supervisors"), and accordingly, all members of the Board of the SWA serve commensurately during the term of their membership on the Board of Supervisors, not to exceed four (4) years, and such members are automatically deemed elected to the Board of the SWA (the "Board") upon their election to the Board of Supervisors; and

WHEREAS, the SWA and the County have determined that expansion of the existing SWA Landfill located at 231 Landfill Road, Buena Vista, Virginia 24416 (the "Landfill") is the preferred means of providing for future solid waste disposal in the County; and

WHEREAS, the SWA desires to finance all or any portion of the costs to design, construct, reconstruct, expand, and equip certain improvements at the Landfill, including costs for (i) engineering services, studies, various exploration and monitoring activities (including

multiple wells at the Landfill), permitting fees and related expenses, (ii) acquisition, construction and equipping of office facilities, scales, liner systems and leachate systems at the Landfill, including road construction and improvements and mass excavation for such undertakings, and (iii) payment of issuance expenses in connection with any financing(s) of such undertakings (collectively, the "Project"); and

WHEREAS, the Virginia Resources Authority ("VRA") has informed the SWA that it is eligible to participate in VRA's Virginia Pooled Financing Program, Series 2016A in order to finance costs in connection with the Project; and

WHEREAS, VRA has indicated its willingness to purchase the SWA's revenue obligation in order to provide funds for the SWA in an amount equal to the maximum proceeds generated by the Bond (as hereafter defined) and its related maximum par amount (the "Requested Proceeds") to pay the costs of the Project, and to such end, VRA shall purchase the revenue obligation of the SWA with a portion of the proceeds of VRA's Infrastructure and State Moral Obligation Revenue Bonds (Virginia Pooled Financing Program), Series 2016A, in one or more series (the "VRA Bonds"), in accordance with the terms of (i) a Local Bond Sale and Financing Agreement between VRA and the SWA (the "2016 Financing Agreement", and (ii) a Nonarbitrage Certificate and Tax Compliance Agreement between VRA and the SWA (the "Tax Compliance Agreement"), which documents shall be in standard forms generally required by VRA in connection with its pooled bond financing program, as briefly described at this meeting; and

WHEREAS, the Board now desires to authorize the issuance, sale and award of an up to \$6,400,000 revenue obligation to VRA in order to accomplish and provide for the financing of the Project.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF THE ROCKBRIDGE COUNTY SOLID WASTE AUTHORITY, as follows:

1. **Authorization of Bond and Use of Proceeds.** The Board hereby determines that it is in the best interest of the SWA to contract a debt and issue and sell to VRA an up to \$6,400,000 Rockbridge County Solid Waste Authority Revenue Bond (Landfill Expansion Project), Series 2016 (the "Bond"), in one or more series, for the purposes of the Project, all as described herein. Accordingly, the Board hereby authorizes the issuance and sale of the Bond in the form and upon the terms established pursuant to this Resolution (this "Authorizing Resolution").

The sale of the Bond to VRA is hereby authorized and shall be delivered to, or upon the order of, VRA, upon payment of the purchase price thereof, pursuant to the terms and conditions set forth in the 2016 Financing Agreement. The Requested Proceeds from the issuance and sale of the Bond shall be used, along with other lawfully available funds of the SWA to the extent appropriated therefor, if any, to provide funds to pay the costs of the Project as further described in the 2016 Financing Agreement.

2. **Sale of the Bond.** The SWA hereby ratifies, confirms and accepts the provisions of the VRA Term Sheet, attached hereto as **Exhibit A**, and VRA's offer to purchase the Bond at a price determined by VRA to be fair and accepted by the Chairman or Vice Chairman, or the County Administrator, in his capacity as SWA Secretary (whether collectively or individually, any one or more of whom may act, the "SWA Representative"), upon the terms established pursuant to Section 4 below and otherwise set forth in this Authorizing Resolution and the 2016 Financing Agreement. The SWA Representative is hereby authorized and directed to accept the final aggregate principal amount of the Bond advised by VRA, provided that such aggregate principal amount of the Bond shall not exceed the amount authorized in Section 1 above.

3. **Authorization of Documentation in Connection with the Bond.** The Chairman or the Vice Chairman of the Board (either of whom may act) are each authorized and directed to execute and deliver the Bond on the SWA's behalf to, or at the direction of, VRA, in such form as may be required by VRA in order for the SWA to finance the Project within the parameters and intent of this Authorizing Resolution. The Clerk or Deputy Clerk of the Board is authorized to affix the County's seal on such Bond, and any other documentation in connection with the Project, all as may be requested, and to attest or counter-sign the same.

Execution and delivery by the SWA of the 2016 Financing Agreement and the Tax Compliance Agreement, including any other documentation in connection with the Project (collectively, the "Financing Documents") are hereby approved in all respects, as may be required by VRA or otherwise advised by the County Attorney or Bond Counsel to the SWA. The SWA Representative, and such officer or officers of the SWA as any of them may designate, are each hereby authorized and directed to execute and deliver the Financing Documents on behalf of the SWA, and the Clerk or Deputy Clerk of the Board are authorized to attest or counter-sign the same and attach the SWA's seal thereon, with such changes as any one or more of them shall approve, as may be requested by VRA or advised by the County Attorney or Bond Counsel to the SWA.

4. **Details of the Bond.** The Bond shall be issued in fully registered form and shall be designated the up to "\$6,400,000 Rockbridge Solid Waste Authority Revenue Bond (Landfill Expansion Project), Series 2016." The SWA Representative is authorized and directed to determine and approve all of the final details of the Bond, including without limitation, the date of issuance and the dated date of the Bond, the maximum principal amount authorized to be issued thereunder, the stated interest rate(s) therein, the payment dates and amounts and the final maturity date thereof; *provided however*, that the maximum par amount of the Bond shall not exceed the amount of \$6,400,000; (ii) the aggregate true interest cost of the Bond shall not exceed five percent (5.0%) per annum (exclusive of Supplemental Interest as defined in the 2016 Financing Agreement); (iii) the Bond shall be sold to VRA at a price not less than 98% of the principal amount of the Bond, and (iv) the final maturity date of the Bond shall not be later than October 1, 2040.

The acceptance and approval of the SWA Representative of such purchase price and final terms of the Bond shall be evidenced conclusively by the due execution and delivery of the Bond on the SWA's behalf to or at the direction of VRA. It is to be understood, therefore, that the actions of the SWA Representative in determining the purchase price and final terms of the Bond as described herein, shall be conclusive, and no further action shall be necessary on the part of the SWA.

The Bond shall be initially in the form of a single, registered typewritten bond substantially in the form attached hereto as **Exhibit B**. There may be endorsed on the Bond such legend or text as may be necessary or appropriate to conform to any applicable rules and regulations of any governmental authority or any usage or requirement of law with respect thereto.

5. **Redemption or Prepayment.** The SWA may defease, redeem, prepay or refund the Bond only in accordance with the 2016 Financing Agreement or other requirements of VRA.

6. **Authorization as to Additional Documentation in Connection with the Bond.** The SWA Representative, the County Treasurer, the County Director of Fiscal Services, and such other officers, employees and agents of the SWA as may be requested, are each hereby authorized and directed to take all proper steps to execute and deliver (or cause the delivery of) all such additional instruments, notices, agreements, documents and certificates in connection with the intent and purposes of the Project including but not limited, to the Tax Compliance Agreement regarding federal tax compliance requirements for the proceeds of the Bond (all as required by VRA in connection with the sale of the VRA Bonds and VRA's use of a portion thereof to purchase the Bond), all as may be requested by the County Attorney or Bond Counsel to the SWA, or as otherwise required by VRA, in furtherance of the purposes as set forth herein. All such further actions consistent within the terms and provisions of this Authorizing Resolution shall be conclusively deemed as having been accepted and approved as authorized by this Authorizing Resolution without any further acts or approvals.

7. **Pledge of Revenues.** The Bond shall be a revenue bond of the SWA for the payment of principal and interest on which the Revenues (as further described in the 2016 Financing Agreement) of the solid waste system (the "System") shall be pledged, subject to the SWA's right to apply the revenues to the payment of operation and maintenance expenses of the System. Such pledge of the Revenues shall be valid and binding from and after the date of delivery of the Bond to VRA. Further, the Revenues, as received by the SWA, shall immediately be subject to the lien of this pledge without any physical delivery of them or further act, and shall

be valid and binding against all parties having claims of any kind against the SWA regardless of whether such parties have notice of such pledge. It is to be understood that the lien of this pledge shall be on parity with the lien of the pledge by the SWA of the Revenues of the System in connection with the Rockbridge County Solid Waste Authority Revenue Bond (Transfer Station Project), Series 2012, issued by the SWA to VRA on June 13, 2012 in the original principal amount of \$655,000.

In addition, the Board hereby requests the Board of Supervisors to covenant and agree to undertake a non-binding obligation to appropriate such amounts as may be requested from time to time, if any, in order to pay the debt service on the Bond in accordance with the provisions of the 2016 Financing Agreement, and further to approve the execution and delivery to VRA of a support agreement with respect to such moral obligation pledge of the County in connection with the Bond to the payment of SWA's obligations under the Bond and transactions contemplated thereunder.

8. **Payment of Bond and Related Amounts.** The SWA agrees to pay all amounts required by the 2016 Financing Agreement, including the "supplemental interest" and "late charges," as provided therein and required by VRA, and reference is hereby made to such provisions for the details of the requirements therefor.

9. **Registration, Transfer and Exchange.** The Board hereby appoints the County Treasurer as its registrar and transfer agent to keep books for the registration and transfer of the Bond and to make such registrations and transfers on such books under such reasonable regulations as the SWA may prescribe. Upon surrender for transfer or exchange of the Bond at the office of the County Treasurer, the SWA shall cause the execution and delivery in the name of the transferee or registered owner, as applicable, of a new Bond for a principal amount equal to the Bond surrendered and of the same date and tenor as the Bond surrendered, subject in each case to such reasonable regulations as the SWA may prescribe. If surrendered for transfer, exchange, redemption or payment, the Bond shall be accompanied by a written instrument or instruments of transfer or authorization for exchange, in form and substance reasonably satisfactory to the County Treasurer, duly executed by the registered owner or by his or her duly authorized attorney-in-fact or legal representative. The new Bond delivered upon any transfer or exchange shall be a valid revenue obligation of the SWA, evidencing the same debt as the Bond surrendered and shall be entitled to all of the security and benefits of this Authorizing Resolution to the same extent as the Bond. No charge shall be made for any exchange or transfer of the Bond, but the County Treasurer may require payment by the holder of the Bond of a sum sufficient to cover any tax or any other governmental charge that may be imposed in relation thereto.

10. **Essentiality Matters.** The Board hereby affirms and declares that the transactions contemplated herein constitute the financing of an essential solid waste system capital project for local government purposes, and the SWA anticipates that all such capital projects being financed in connection with the Project will continue to be essential to the local governmental purposes of the SWA and its ownership of the System and facilities related thereto (and operation thereof by the County, if applicable), during and beyond the terms of the Bond.

11. **Official Statement.** The SWA authorizes and consents to the inclusion of information with respect to the SWA in VRA's Preliminary Official Statement and final Official Statement, both to be prepared in connection with the sale of the Bond. The County Representative is authorized and directed to take whatever actions are necessary and/or appropriate to ensure compliance by VRA and the SWA, if any, with Securities and Exchange Commission Rule 15c2-12, all as may be required by the VRA in connection with the issuance of the VRA Bonds and any continuing disclosure requirements thereafter, all as set forth in the 2016 Financing Agreement.

12. **Tax Compliance Agreement.** In addition to the SWA Representative, the County Director of Fiscal Services and such officers of the SWA as any SWA Representative may designate are each hereby authorized and directed to execute the Tax Compliance Agreement or any other appropriate compliance agreements or certificates as required by VRA and its counsel, and further, as advised by the County Attorney or Bond Counsel to the SWA, setting forth the expected use and investment of the proceeds of the Bond and containing such covenants as may be necessary in order to show compliance with the provisions of the Internal

