



**Franklin City Council Agenda
January 13, 2020
Franklin City Hall Council Chambers
207 West 2nd Avenue**

6:00 P.M.

Joint Meeting with Franklin Redevelopment and Housing Authority Board of Directors

7:00 P.M.

Regular Meeting

CALL TO ORDER. MAYOR FRANK M. RABIL

PLEASE TURN OFF CELL PHONES. MAYOR FRANK M. RABIL

PLEDGE OF ALLEGIANCE

CITIZEN'S TIME

AMENDMENTS TO AGENDA

1. CONSENT AGENDA:

- A. Approval of November 18th, November 25, December 5th, and December 9th meeting minutes
- B. Introduction of New Employees

2. FINANCIAL MATTERS

- A. Budget Amendment 2020-9

3. OLD/ NEW BUSINESS:

- A. Village Bond Refinancing Resolution 2020-01
- B. Consideration of Eastern Virginia Regional Industrial Facility Authority Resolution 2020-2
- C. Courthouse Update
- D. City Manager's Report

4. COUNCIL/STAFF REPORTS ON BOARDS/COMMISSIONS

5. CLOSED SESSION

I move that the City of Franklin, Virginia City Council adjourn into closed meeting pursuant to Virginia Code Section 2.2-3711-1, to discuss a prospective business or industry or the expansion of an existing business or industry where no previous announcement has been made of the business' or industry's interest in locating or expanding its' facilities to in the community to discuss the following subject or subjects: potential industrial investment in Pretlow Industrial Park

and pursuant to Virginia Code Section 2.2-3711-3 to discuss appointments to boards and commission to discuss the following subject or subjects: Franklin Redevelopment and Housing Authority

and pursuant to Virginia Code Section 2.2-3711 to discuss the acquisition of real property for a public purpose and the following subject or subjects: acquisition of property in the Downtown Franklin area.

Motion Upon Returning to Open Session- I move that the City of Franklin, Virginia City Council adopt the attached closed meeting resolution to certify that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed meeting held on January 13, 2020; (ii) only such public business matters as were identified in the motion convening the closed meeting were heard, discussed or considered by the City of Franklin, Virginia City Council; and (iii) no action was taken in closed meeting regarding the items discussed.

6. ADJOURNMENT

UPCOMING ITEMS TO BE SCHEDULED

The items below are intended to be reflective, and not inclusive of all subjects staff is working on to bring forward to City Council in the next two months. Both the time lines and subject matter are subject to change and should not be considered final.

<u>SUBJECT</u>	<u>TENTATIVE TIMELINE</u>
Agencies and Organizations Budget Requests 6:00 p.m.	January 27, 2020
MOU Isle of Wight County	January 27, 2020

NOVEMBER 18, 2019 JOINT COURTHOUSE MEETING WITH SOUTHAMPTON COUNTY BOARD OF SUPERVISORS

The Franklin City Council held a joint courthouse meeting with the Southampton County Board of Supervisors on Monday, November 18, 2019 at the Paul D. Camp Community College Workforce Center.

Council Members in Attendance: Frank Rabil, Mayor; Barry Cheatham, Vice-Mayor; Councilman Linwood Johnson; Councilman Bobby Cutchins; Councilwoman Wynndolyn Copeland; Councilman Gregory McLemore; and Councilman Benny Burgess

Staff in Attendance: Amanda Jarratt, City Manager and Leesa Barnes, Executive Assistant, Recording Minutes

Southampton Board of Supervisors in Attendance: Dallas O. Jones, Chairman, Drewryville District Representative; Ronald M. West, Berlin – Ivor District Representative; Vice-Chairman; Carl J. Faison, Boykins – Branchville District Representative; S. Bruce Phillips Capron District Representative; Barry T. Porter, Franklin District Representative; Allen Edwards, Jerusalem District Representative and R. Randolph Cook, Newsoms District Representative

Staff in Attendance: Mike Johnson, Administrator of Southampton County and Lynnette Lowe, Deputy Administrator of Southampton County and Chief Financial Officer for Southampton County.

Call to Order

Frank Rabil, Mayor called the November 18, 2019 Joint Courthouse Meeting to order at 7:00 p.m.

Dallas O. Jones, Chairman of the Southampton Board of Supervisors called the November 18, 2019 Joint Meeting to order at 7:00 p.m.

CJMW Interior Design Architecture Planning

CJMW introduced their staff in attendance.

CJMW Interior Design Architecture Planning was the first firm to present to the Franklin City Council and the Board of Supervisors. CJMW Interior Design Architecture Planning has renovated historical buildings all over the state and know historical buildings very well. They will be looking at the masonry, wood and landscaping aspects of the building. The CJMW Interior Design Architecture Planning Representative stated that some of the courthouse's integrity was lost by painting the brickwork. He presented some of their past projects that were similar to the Southampton County Courthouse. He assured City Council and the Board of Supervisors that their team has experience in dealing with historical buildings and they know how to deal with programs that fit into these historical buildings and would love a chance to work on this renovation.

Chairman Jones opened the floor for questions.

Franklin Representative Barry T. Porter stated that the majority of citizens want to keep the courthouse at its current location. He asked to be kept informed on how much money will be spent all through this project.

The CJMW Representative explained that would not be a problem.

Drewryville District Representative, Ronnie West asked while doing these projects were any of the judges involved.

The CJMW Representative explained that the judges are kept updated throughout the construction process.

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Capron District Representative, Bruce Phillips asked if the firm held regular work schedule meetings.

The CJMW Representative answered the firm has production meetings twice a month and we will know every stage of the production. He added they are prepared to start the project right away.

Councilman Bobby Cutchins asked if the Courthouse Guidelines are different for renovation versus new construction.

The CJMW Representative answered there is not a difference in the guidelines for renovation versus new construction. The guideline is a document of suggestions.

Councilman Benny Burgess asked how does the firm determine the guidelines as far as what to do and what not to do.

The CJMW Representative answered they will do a walk-through and determine what needs to be done. It is a room by room basis. There has to be segregation between prisoner, public and staff; this is key for security in any courthouse.

Chairman Jones asked CJMW for their non-binding estimate.

The CJMW Representative replied that they were not prepared to do that at the time.

Mike Johnson, Southampton County Administrator asked for a breakdown of the cost for the courthouse project.

Councilman Gregory McLemore asked if the CJMW firm would consult with the judges before giving a final estimate.

The CJMW Representative assured the Board of Supervisors and City Council that they would meet with the judges prior to signing a contract.

Glave' & Holmes Architectures

Glave' and Holmes Architects introduced their staff in attendance.

The Glave' & Holmes Architect Representative informed City Council and the Southampton Board of Supervisors that the current courthouse was inadequate across the board.

Glave' & Holmes Architects then gave a review of some of their past projects. They reassured City Council and the Board of Supervisors that they would have a thorough understanding of what needs to be done to renovate the courthouse. They will observe and shadow the process.

Chairman Jones opened the floor for questions.

Councilman Cutchins asked if the firm found that there was a difference between renovation versus new construction.

The Glave' & Holmes Representative answered that the guidelines are general approaches to space requirements. The Courthouse Guidelines are not prescribed but in our experience we have found where some things are not possible, so the answer is no.

Councilman Cutchins then asked if the firm found that this could become a problem with the judges.

The Glave' & Holmes Representative replied some judges could be a problem when this occurred. The Representative reiterated that the guidelines were suggestions.

Councilman McLemore asked if the firm discussed the project with the judges prior to beginning a project.

The Glove' & Holmes Representative answered it is critical to discuss the project with the judges prior to beginning the project.

Councilman Linwood Johnson asked how does the firm stay on budget through all phases of the project.

The Glave' & Holmes Representative replied that they work with our cost estimating team members and we report back to you. He explained the fees are established before starting the project.

Councilman Cutchins asked did the firm think there would be problems with the courthouse being so close to the river.

The Glave' & Holmes Representative replied they do not find it a problem, but rather intriguing.

Councilman McLemore stated he has yet to see any designs for second and third levels. He asked if there were any thoughts on possibly building up instead of building out.

The Glave' & Holmes Representative replied that would definitely be a consideration if the foundation is adequate to support a vertical expansion.

Councilman McLemore then asked at what point does this become a consideration.

The Glave' & Holmes Representative answered that they would determine the next requirements and match them with the existing building and then determine the phases of construction. He added we did not come here tonight with a design without doing our research.

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Supervisor West asked if the firm had ever worked with a building as close to the river as this one.

The Glave' & Holmes Representative answered that they have certainly worked with riverfront property in the past.

Supervisor Porter stated every time we come up with a new recommendation, we get backlash from the community. If you do not meet the guidelines, then we are faced with a new problem. A new judge will be sworn in soon; is your firm flexible or brave enough to make a decision to move forth with new construction if it has to be done.

The Glave' & Holmes Representative assured City Council and the Board of Supervisors that they would make the right decision and may in fact find it is cheaper to construct a new courthouse instead of renovate it, it is too early to tell.

Supervisor Porter asked what factor do you use while constructing new courthouses.

The Glave' & Holmes Representative replied the firm uses the Federal Guidelines.

Chairman Jones asked for a cost estimate.

Glave' and Holmes presented the following cost estimate:

1. Site Development Cost	\$500 K
2. Exterior Building Envelop Upgrades	\$500 K
3. Interior Space Planning	\$400 K
4. Interior Finishes Upgrades	\$750 K
5. ADA Upgrades	\$150 K
6. HVAC Systems Upgrades	\$1,400 K
7. Fire Protection	\$ 225 K
8. Plumbing Upgrades	\$ 350 K
9. Electrical Power and Lighting Upgrades	\$1,000 K
10. Communications Systems Upgrades	\$ 158 K

Subtotal	\$5,443 K
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Contractor General Conditions and Mark-Up	\$1,200 K
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Construction Cost	\$6,643 K
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Construction Estimate, Bid Contingency	\$1.328 K
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Total Estimated Construction Cost	\$7,971 K
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Design Fee for Basic Services 9.5% - 11.5%	\$757 - \$916 K
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Glave' and Holmes presented the following cost factors:

- Size of Project
- Interior Renovation vs. New Construction
- Regulatory Environment
- Level & Types of Services
- Regulatory Phasing Strategy

PMA Architecture

PMA Architecture introduced their staff in attendance.

The PMA Architecture Representative stated there are a lot of dysfunctional layouts of the courthouse. He added with the lack of proper security components, this courthouse is just waiting for an incident to happen. The courthouse is not compliant with the American Disability Act (ADA). The building does not meet the building code. There is also insufficient parking and no emergency power. There is a lot of mold to contend with.

The PMA Architecture Representative showed some slides of similar projects that the firm had completed.

The PMA Architecture Representative presented their approach to the renovation of the courthouse:

Right Sizing the Solution Approach

- Review & Refine space and functional needs
- Review privacy studies
- Review infrastructure requirements
- Review building code & ADA issues
- Develop most efficient renovation option
- Develop design with view toward controlling costs
- Construction with Courts, Clerk & Sheriff
- Recommendation of Course of Action

The PMA Architecture Representative stated their firm has already prepared a building space needs analysis. This analysis was done several years ago but it is still valid. We can hit the ground running on this project. They have an expert in ADA compliance on staff as well. The firm will need to be in consultation with the courts, clerks and the sheriff.

The PMA Architecture Representative introduced Don Hardenberg, who actually wrote the Virginia Guidelines. He said the goal is to separate the public from the prisoners and the prisoners from the staff and the judges for safety, security, and efficiency reasons. The firm has a good understanding of the building and what the building needs as far as meeting the Virginia Guidelines. Mediation will be very important in this situation. If the courthouse is not renovated to meet the guidelines, then a Mandamus can be issued which will order the courthouse to be renovated to meet the guidelines. This process can be more expensive.

Chairman Jones asked for a cost estimate.

The PMA Architecture Representative explained that he had submitted a list of the firm's hourly fees, which will be the basis of the costs. He added that some more studies needed to be performed before giving a full estimate for the renovation project and then they can give you a fixed fee.

Supervisor Porter asked if at any phase in this project, if the firm finds that a new courthouse will have to be built instead of a renovation, will your firm bring it to our attention.

The PMA Architecture Representative replied absolutely.

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Councilman McLemore expressed his concerns as to why the City Manager Amanda Jarratt and County Administrator Mike Johnson was given a figure but Franklin City Council was not.

The PMA Architecture Representative stated the firm is very cognizant that this is a unique situation and we have the capacity to understand the situation. He added PMA Architecture pledges to do the right thing for all interested parties. He then offered an apology for not communicating to the Franklin City Council.

Chairman Jones asked that City Manager Jarratt be given the same paperwork that was given to Administrator Johnson.

The PMA Architecture Representative replied he would do it right now and proceeded to give City Manager Jarratt the information.

Adjournment

The November 18, 2019 Joint Courthouse Meeting with Southampton County Board of Supervisors adjourned at 9:28 p.m.

Mayor

Clerk to City Council

The Franklin City Council held a regular meeting on Monday, November 25, 2019 at 7:00 p.m. in the Council Chambers at City Hall.

Council Members in Attendance: Frank Rabil, Mayor; Barry Cheatham, Vice-Mayor; Councilman Linwood Johnson; Councilman Bobby Cutchins; Councilwoman Wynndolyn Copeland; Councilman Gregory McLemore; and Councilman Benny Burgess

Staff in Attendance: Amanda Jarratt, City Manager and Leesa Barnes, Executive Assistant, Recording Minutes

Other Staff in Attendance: Mark Bly, Director of Power and Light; Sammara Green-Bailey, Interim Director of Parks and Recreation; Tracy Spence, Director of Finance; Brenda Rickman, Commissioner of Revenue; Dinah Babb, Treasurer; Dan Howe, Director of Downtown Franklin Association; Joyce Johnson, Utility Billing Supervisor; Steve Patterson, Chief of City of Franklin Police Department, Donald Goodwin, Director of Community Development; Nancy Layman, Financial Accountant; Joe Ann Faulk, Accounting Supervisor and Michelle Dandridge Director of Human Resources

Call to Order

Frank Rabil, Mayor called the November 25, 2019 Regular City Council Meeting to order.

Citizen's Time

1st Speaker

Michael Bradshaw, resides at Willis Road, Franklin, Virginia; a Commissioner of the Football and Cheer Organization. He spoke well of City Manager, Amanda Jarratt; Vernie Francis, Director of Emergency Services; Sammara Green-Bailey, Interim Director of the Parks and Recreation and Steve Patterson, Chief of the Franklin City Police Department. He thanked them for all their hard work and stated that he felt the City of Franklin was headed in a positive direction under the leadership of these individuals.

Amendments to Agenda

Mayor Frank Rabil asked if there were any amendments to the Agenda.

There were no Amendments to the Agenda.

Consent Agenda

October 28, 2019 Regular City Council Minutes

Mayor Frank Rabil asked if there were any additions or corrections to the minutes from the October 28, 2019 Regular City Council Meeting.

There being no additions or corrections to the minutes from the October 28, 2019 Regular City Council Meeting; Mayor Rabil asked for a motion of approval.

Vice-Mayor Barry Cheatham made a motion to approve the minutes from the October 28, 2019 Regular City Council Meeting.

The motion was seconded by Councilman Linwood Johnson.

The motion carried the vote by 7-0.

October 29, 2019 Joint Meeting with the Southampton County Board of Supervisors

Mayor Frank Rabil asked if there were any additions or corrections to the minutes from the October 29, 2019 Joint Meeting with the Southampton County Board of Supervisors.

There being no additions or corrections to the minutes from the October 29, 2019 Joint Meeting with the Southampton County Board of Supervisors, Councilman Linwood Johnson made a motion to approve the October 29, 2019 Joint Meeting with the Southampton County Board of Supervisors.

The motion was seconded by Vice-Mayor Barry Cheatham.

The motion carried the vote 7-0.

November 14, 2019 Town Hall Meeting

Mayor Frank Rabil asked if there were any additions or corrections to the minutes from the November 14, 2019 Town Hall meeting.

There were no additions or corrections to the minutes from the November 14, 2019 Town Hall meeting.

Vice-Mayor Barry Cheatham made a motion to approve the minutes from the November 14, 2019 Town Hall meeting.

The motion was seconded by Councilman Linwood Johnson.

The motion carried the vote by 7-0.

Introduction of New Employees

City Manager Amanda Jarratt recognized Mark Bly, Director of Power & Light to introduce his new employee.

Director Bly introduced Dustin Watson, line-man for the Power & Light Department. Mr. Watson started in the Garage for the Public Works Department and transferred to the Power & Light Department in August 2019.

Financial Matters

Budget Amendments

City Manager Amanda Jarratt recognized Tracy Spence, Director of Finance to review Budget Amendments 2020-5, 2020-6 and 2020-7.

Budget Amendment 2020-5

Director Spence informed Council that the following information made up Budget Amendment 2020-5:

General Fund

Revenue		Expenditures	
RSAF Grant	(\$101,867)	Transfer to Capital Project	(\$101,867)
Transfer from Capital Project	<u>\$110,533</u>	Reserve for General Fund	<u>110,533</u>
	\$ 8,666		\$ 8,666

General Fund-Capital Projects

Revenue		Expenditures	
Proceeds from lease	(\$832,600)	HVAC	\$300,000
Proceeds from Loan	(\$1,420,000)	Street Sweeper	\$160,000
Proceeds from Loan	\$5,000,000	E911 Radio	\$450,000
Transfer from General Fund	<u>(\$101,867)</u>	Police Cameras	\$220,000
	\$2,645,533	Medic 5 Replacement	\$250,000
		Bay Heater & Door Replacement	\$85,000
		Dump Truck	\$150,000
		Backhoe	\$135,000
		Engine 3 Replacement/Ladder	\$625,000
		Generator	\$ 30,000
		Cost of Issuance	\$130,000
		Transfer to General Fund	\$2,645,533

Electric Fund – Capital Projects

Revenue		Expenses	
Proceeds from Loan	\$3,060,000	Substation	\$3,000,000
		Cost of Issuance	<u>\$ 60,000</u>
			\$3,060,000

Budget Amendment 2020-6

Director Spence informed Council that the following information made up Budget Amendment 2020-6:

1. Recognize revenues related to the Western Tidewater Home Consortium Fund and appropriate such revenue for use in the amount of \$124,923.
2. Carry forward unspent budgeted funds for the Madison Street Neighborhood Revitalization CDBG Grant #14-26 (MY-1) as approved by the Franklin City Council and in accordance with DHCD financial guidelines in the amount of \$8,200.
3. Carry forward unspent budgeted funds for the Madison Street Neighborhood Revitalization CDBG Grant #16-07 (MY-2) as approved by the Franklin City Council and in accordance with DHCD financial guidelines in the amount of \$319,137.

Mayor Frank Rabil asked if there were any questions.

Councilman Gregory McLemore asked for clarification on the unspent funds for the Madison Street project.

City Manager Amanda Jarratt replied these funds were not spent the previous year and were carried over to this year.

Director Spence called on Donald Goodwin, Director of Community Development to answer Councilman McLemore's question.

Director Goodwin explained that the rehab funds were spent. These funds came from other sources such as Home funds and infrastructure MY2 funds.

City Manager Jarratt added the water lining and lateral work were not completed from last year and had to be carried over to this fiscal year. This is to assist in closing out the grant.

Budget Amendment 2020-7

Director Spence informed Council that the following information made up Budget Amendment 2020-7:

1. Recognize additional revenues related to donations to the Police Department earmarked to purchase a K-9 vest in the amount of \$950.
2. Recognize additional revenues that relate to donation to the Animal Shelter from the Bronco Rod & Gun Club in the amount \$50.
3. Reallocation of budgeted expenditures approved by State for DSS to purchase an automobile (no additional match to City).

Mayor Rabil asked if there were any questions.

There being no questions, Mayor Rabil asked what was the pleasure of City Council.

Councilman Benny Burgess made a motion to approve Budget Amendments 2020-5, 2020-6 and 2020-7 as presented.

The motion was seconded by Vice-Mayor Barry Cheatham.

The motion carried the vote by 7-0.

Adoption of Resolution 2019-07 for Bond Restructuring

City Manager Amanda Jarratt informed Council as discussed since April of 2019 the City of Franklin has been in the process of restructuring a portion of our existing debt to take advantage of more favorable repayment terms. The capital borrowing has been completed, and this resolution is the final part of the process. She then introduced David Rose and Kyle Laux of Davenport to give an update and an overview of the resolution.

Mr. Rose gave the following update on the Restructuring of our debt:

- As part of the City's updated budget and capital funding strategies; City Staff, Davenport and Bond Counsel (Sands Anderson) developed a multi-phase Plan of Finance to:
 1. Fund immediate capital needs for the General Fund;
 2. Provide highly flexible interim financing for Utility Enterprise Capital needs;
 3. Strategically refinance and restructure existing General Fund debt in order to free General Fund cash-flow and reduce/eliminate the impact of the previously funded General Fund capital projects for the General Fund;
- City Council previously approved items #1 and #2 above. Both of these financings have been successfully closed.
- Item #3 (2019C Taxable Refunding Bonds) requires approval of a resolution by City Council before entering the marketplace in early December.

2019 City Bonds Update

- The General Fund Restructuring (the “2019C Bonds”) will help to free approximately \$2.2 million of General Fund cash flow over the next ten years without extending the overall terms of the City’s General Fund debt profile.
- The 2019C Bonds are a critical component in allowing the City to fund its recently borrowed General Fund Capital within the FY2020 Adopted Budget.
- The 2019C Bonds also position the City for other expected capital needs including the Courthouse.
- The 2019C Bonds will be priced in the Public Markets during the week of December 9, 2019.
- The City will be receiving updated Credit Ratings as part of the process for issuing the 2019C Bonds.
- The 2019C Bonds will be issued in the Public Credit Markets.
- Market interest rates for taxable Municipal Bonds continue to be at/near historically low levels.
- The interest rate(s) for the 2019C Bonds will be fixed for the full term of the loan (approx. twenty years).
- Based on estimated above- market interest rates, the 2019 G. O. Bonds are expected to:
 - Maintain the current final maturity of the City’s tax supported debt at FY 2039 (i.e. no extension);
 - Free up approximately \$ 2.2 million in cash flow in 2020-2031;
 - At an estimated Present Value Cost of less than \$600,000 in the General Fund;

Next Steps

- Monday, November 25, 2019; City Council Meeting
 1. Davenport presents updates regarding Multi-Phase Plan of Finance and 2019C Bonds.
 2. City Council authorizes resolution approving 2019C Bonds
- Week of December 2, 2019
 1. Updated credit ratings received
 2. Post Preliminary Official Statement
- Week of December 9, 2019
 1. 2019C Bonds are priced and interest rates are locked-in.
- On/about December 20, 2019
 1. Close on 2019C Bonds

Mayor Frank Rabil opened the floor for questions and thanked Davenport for all of their hard work on this project.

Mr. Rose stated upon closing, he would like to be able to come back in January just as a recap of everything,

Mayor Frank Rabil asked for a motion of approval of the for the resolution authorizing the issuance and sell of General Obligation Refunding Bonds of the City of Franklin, Virginia.

Vice-Mayor Barry Cheatham made a motion to approve the Resolution for the issuance and spot of General Obligation Refunding Bonds for the City of Franklin, Virginia.

The motion was seconded by Councilman Linwood Johnson.

The motion carried the vote by a 6-1 vote.

The vote was as follows:

Mayor Frank Rabil	AYE
Vice-Mayor Barry Cheatham	AYE
Councilman Linwood Johnson	AYE
Councilman Bobby Cutchins	AYE
Councilwoman Wynndolyn Copeland	AYE
Councilman Gregory McLemore	NAY
Councilman Benny Burgess	AYE

Audit Presentation

City Manager Amanda Jarratt introduced Creedle, Jones & Associates, P.C. to present an overview of the FY19 audit. She added there were no findings on the audit, it was a clean opinion.

Director Tracy Spence recognized Joe Ann Faulk, Nancy Layman, Joyce Johnson and staff for all their hard work during the audit process.

Robin Jones & Associates, P.C. representative informed Council that there were no findings throughout this audit and the City of Franklin has received a certificate of achievement for seven years in a row and will have no problem receiving the eighth one.

Councilman Benny Burgess congratulated staff for all the work that they put in to get the audit done.

Corporate Credit Card Agreement

City Manager Amanda Jarratt explained to Council that the Sun Trust corporate credit card resolution only reflected the names of R. Randy Martin and Melissa Rollins neither of which are City Employees. The forms need to be updated to include her name, Tracy Spence, the Finance Director and Dinah Babb, Treasurer.

Vice-Mayor Barry Cheatham made a motion to update the Corporate Credit Card Resolution to be updated to reflect the following names and signatures of City Manager Amanda C. Jarratt, Tracy Spence and Dinah Babb.

The motion was seconded by Wynndolyn Copeland.

The motion carried the vote by 7-0.

Old / New Business

Courthouse Updates

Southampton County Courthouse

City Manager Amanda Jarratt gave a brief update on the Southampton County Courthouse Renovation Project. She explained to City Council that met with the Southampton County Board of Supervisors on Monday, November 18, 2019 to conduct interviews of potential architects. She requested Council return their completed score sheets from the architect interviews in order that she can get them to the Southampton County Board of Supervisors. She added that the Southampton County Board of Supervisors has requested that City Council select one City Council member to participate in the negotiations with the selected architect firm.

Councilman Benny Burgess made a motion to recommend Councilman Bobby Cutchins to represent City Council in the negotiations with the selected architect firm.

The motion was seconded by Vice-Mayor Barry Cheatham.

The motion carried the vote by a 6-1 vote.

The vote was as follows:

Mayor Frank Rabil	AYE
Vice-Mayor Barry Cheatham	AYE
Councilman Linwood Johnson	AYE
Councilman Bobby Cutchins	AYE
Councilwoman Wynndolyn Copeland	AYE
Councilman Gregory McLemore	ABSTAIN
Councilman Benny Burgess	AYE

City Manager Jarratt stated if City Council did not have their score sheets ready to please bring them in by Wednesday, November 27, 2019.

City of Franklin Courthouse

City Manager Amanda Jarratt informed City Council that the City had received three responses to the request for proposal (RFP) for the City of Franklin Courthouse. The decision now needs to be made if Council would like to proceed with interviews of the responding firms.

City Manager Jarratt added the walk through metal detector had been properly installed in the City of Franklin's courthouse and is now being utilized.

Councilman Benny Burgess asked if there was a Southampton County Deputy manning the metal detector every day.

City Manager Jarratt replied there was a Southampton County Deputy manning the detector only on days of court, but this will need to be looked into and discussed in Budget FY2021.

Councilman Gregory McLemore asked why do we need a Southampton County Deputy to man the metal detector.

City Manager Jarratt answered this is one of the security codes in the Courthouse Guidelines which requires a courthouse to have a manned screening point whether court is in session or not.

Councilman McLemore expressed concern about how this would affect the City of Franklin's budget.

City Manager Jarratt answered the City will see an increase in our cost for the Southampton County deputies.

City Manager's Report

City Manager Jarratt gave an update on the following:

Water Tower

The Hunterdale Water Tower painting project should be completed by Thanksgiving. Following this, City staff will have to do water samples for two weeks. The tower should be online by mid-December.

Verizon Tower

The Verizon Tower project is estimated to be completed before the end of the week.

City Operations

City Manager Jarratt reminded everyone in attendance that the City will be closing at 12:00 noon on Wednesday, November 27, 2019 and reopening on Monday, December 2, 2019 in observance of the Thanksgiving Holiday. She added that trash collection would resume on Monday, December 2, 2019 as well.

Legislators

City Manager Jarratt informed Council as requested she had requested that the Legislators stay over after the Eggs and Issues meeting for a called meeting which is scheduled for Wednesday, December 4, 2019. She has not received responses yet, but will keep everyone posted.

Fraud Waste and Abuse Hotline

City Manager Jarratt informed Council that as a result of the City's Town Hall Meetings, the Fraud, Waste and Abuse Hotline has now been set-up where citizens can leave complaints anonymously. The number of the hotline is 757 562-4078.

Councilman Benny Burgess asked if this hotline is anonymous, how do we communicate to the citizen that called in the complaint that this complaint has been taken care of.

City Manager Jarratt answered it is up to the citizen if they would like a call back referencing their complaint or not or remain anonymous.

City of Franklin Courthouse

Video Series

The video series of National League of Cities has been completed and highlights the City in a very positive manner. It has been uploaded to the website.

STOP Organization

City Manager Jarratt announced that the STOP organization will be having a community forum at the Martin Luther King's Center on Tuesday, December 3, 2019 from 6:00 p.m. to 8:00 p.m.

New Hires

City Manager Jarratt announced that the City was hiring for Police Department, Dispatch Center and EMS positions.

Community Events

City Manager Jarratt announced the following community events:

Downtown Christmas Open House

City Manager Jarratt announced that Saturday, November 23, 2019 was Downtown Christmas Open House and it was well attended.

Small Business Saturday

City Manager Jarratt informed Council that Saturday, November 30, 2019 would be Small Business Saturday and she encouraged everyone to come out and participate in our local businesses.

Turkey Bowl

The Adult Turkey Bowl will be held at Armory Field located on Armory Drive on Saturday, November 30, 2019.

Christmas Community Parade

The City of Franklin will be holding their annual Christmas Community Parade on Friday, December 6, 2019 at 7:00 p.m.

Christmas Party

The Martin Luther King Center will be holding their Christmas Party on Wednesday, December 11, 2019, from 5:30 p.m. to 7:30 p.m.

Candy Cane Hunt

The Parks and Recreation Department will be having a Candy Cane Hunt at the Armory Field, located on Armory Drive on Saturday, December 14, 2019 from 12:00 p.m. to 2:00 p.m.

Council / Staff Reports on Boards / Commissions

Mayor Frank Rabil asked Council for reports on Boards and Commissions.

Vice-Mayor Barry Cheatham informed Council that he had attended a Western Tidewater Regional Jail Board meeting. The Western Tidewater Regional Jail Board had their annual audit and he reported it was a clean audit. They also had a vote on whether or not to let the United States Immigration and Customs Enforcement use the jail or not. It was unanimously voted down mainly because it could become a potential legal problem. Vice-Mayor Cheatham also attended the Hampton Roads Transportation Planning Organization and Hampton Roads Planning District Commission meeting. They too had their audit and it was also clear. The big topic of conversation was the hot lanes. There are still a lot of questions on how the hot lanes will be handled.

Councilman Linwood Johnson announced that the annual School Board Thanksgiving held at S. P. Morton was great and well attended.

Councilman McLemore publicly thanked City Manager Jarratt for hiring Steve Patterson, City of Franklin's Police Chief. Councilman McLemore stated Chief Patterson is doing an excellent job and also commended his leadership.

Councilman Benny Burgess informed Council that there was a Business Center Meeting on Wednesday, November 20, 2019 where one new tenant was approved.

Mayor Frank Rabil publicly thanked Vice- Mayor Barry Cheatham and City Manager Amanda Jarratt for attending events in his absence.

Closed Session

Mayor Frank Rabil asked for a motion to go into Closed Session.

Councilwoman Wynndolyn Copeland motioned that the Franklin City Council meet in closed session to discuss appointments to boards and commissions; to discuss a prospective business or industry of the expansion of an existing business or industry where no previous announcement has been made of the business' or industry's interest in locating or expanding its' facilities in the community; discussion of consideration of the acquisition of real property for a public purpose, or of the disposition of publicly held real property, where discussion in an open meeting would adversely affect the bargaining position or negotiating strategy of the public body, Discussion of the award of a public contract involving the expenditure of public funds, including interviews of

bidders or offerors, and discussion of the terms of scope of such contract, where discussion in an open session would adversely affect the bargaining position or negotiating strategy of the public body pursuant to Virginia Code Section 2.2 – 3711 (A) (1), (3) (5) (7) & (29).

Closed Session Activities

Councilwoman Wynndolyn Copeland made a motion to open Closed Session.

The motion was seconded by Councilman Benny Burgess.

The motion carried the vote by 7-0.

Councilman Linwood Johnson made a motion to appoint the following:

- Vernie Francis to serve on the Tidewater Emergency Services Council
- Robbie Purvis to serve on the Industrial Development Authority and his term will expire in 2021
- Clyde Parker to serve on the Industrial Development Authority as Chairman and his term will expire in 2022
- Frank Jester to serve on the Industrial Development Authority and his term will expire in 2023
- Lauren Harper to serve on the Industrial Development Authority and her term will expire in 2024

Vice-Mayor Barry Cheatham seconded the motion.

The motion carried the vote by a 6-1 vote.

The vote was as follows:

Mayor Frank Rabil	AYE
Vice-Mayor Barry Cheatham	AYE
Councilman Linwood Johnson	AYE
Councilman Bobby Cutchins	AYE
Councilwoman Wynndolyn Copeland	AYE
Councilman Gregory McLemore	NAY
Councilman Benny Burgess	AYE

Adjournment

Vice-Mayor Barry Cheatham made a motion to the meeting.

The motion was seconded by Councilwoman Wynndolyn Copeland.

The motion carried the vote by 7-0.

The November 25, 2019 Regular City Council Meeting adjourned at 9:24 p.m.

Mayor

Clerk to City Council

DECEMBER 5, 2019 JOINT BUDGET MEETING WITH CITY COUNCIL AND FRANKLIN CITY SCHOOL BOARD

The Franklin City Council held a joint meeting on Thursday, December 5, 2019 at 7:00 p.m. in the upstairs Administrative Conference Room.

Council Members in Attendance: Frank Rabil, Mayor; Barry Cheatham, Vice-Mayor; Councilman Linwood Johnson; Councilman Bobby Cutchins; Councilwoman Wynndolyn Copeland; Councilman Gregory McLemore; and Councilman Benny Burgess

Staff in Attendance: Amanda Jarratt, City Manager and Leesa Barnes, Executive Assistant, Recording Minutes

Franklin City School Board Staff in Attendance: Tamara Sterling, School Board Superintendent; Tammy Moore, Executive Assistant; Mona Murphy, Site Director; and Jeff Ryder, Assistant Superintendent of Finance, Operations and Nutrition

Call to Order

Frank Rabil, Mayor called the December 5, 2019 Joint Budget Meeting between City Council and Franklin School Board to order.

Tamara Sterling, Franklin School Board Superintendent called the December 5, 2019 Joint Budget Meeting between the Franklin City Council and Franklin School Board to order.

Superintendent Tamara Sterling gave a presentation of the following information

- Goal 1: Raising the expectations for the academics of all students while attaining and retaining 100% accreditation.
- Goal 2: Establish a continuous proactive communication plan that involves all stakeholders.
- Goal 3: Continue to foster an environment that is conducive to student learning.
- Goal 4: Recruit and retain quality teachers and staff.
- Goal 5: Ensure that the division's budget is executed in a fiscally responsible manner.

Franklin City Public Schools Current Admission by School

- Franklin High School – 270
- J. P. King, Jr. Middle School – 227
- S. P. Morton Elementary School – 550
- Total – 1,047

Expenses, Initiatives & Growth

- Budget requests for new initiatives must be all inclusive.
- Detail Both personnel and operating expenses.
- To properly respond to initiative requests the management team will need time to review the merits of each.

Budget FY 2021

The Budget for FY 2021 is the financial path for the division to follow to achieve the goals set by the School Board. The School Boards funding sources are:

- Federal
- State
- Local

FY 2020-2021 School Level Budget Requests

- S. P. Morton Elementary School - \$6,100.00
 - Instructional Supplies
- J. P. King, Jr. Middle School - \$7,600.00
 - Instructional Materials
- Franklin High School - \$175,100.00
 - Digital Clocks
 - Furniture
 - Personnel
 - Summer School / Dual Enrollment / Security Officials / Teacher Parking Lots / Outside Lights

Budget FY 2021 – Needs Assessment

1. Salaries Increases - \$394,000+
 - Teacher Assistants - \$35,000.00
 - Bus Drivers – TBD
 - Custodial Staff - \$78,000.00
 - Secretaries / Bookkeepers - \$11,000.00
 - Adjusted Teacher Pay Scale - \$270,000.00
2. Personnel - \$205,000.00
 - Administrator at Samuel P. Morton Elementary - \$68,000.00
 - One FTE Gifted Teacher - \$40,000.00
 - Three Security Resource Officers - \$100,000.00
3. Other - \$440,000.00
 - HVAC Replacement at Samuel P. Morton Elementary - \$440,000.00
 - Projected Insurance Increase (9% based on FY 19 increase) – TBD
 - Bus Related Items Not Covered

Budget FY 2021 – Salary Increases

In order to attract more qualified teachers, retain existing great teachers and move the City’s school division along the path to the goals set by Board of Education the following is requested:

Requested Salary Increases

1. Increase Teacher Assistant starting salary from \$12,500.00 to \$15,500.00 per year
2. Increase Bus Driver’s hourly Wage
3. Increase Custodian’s hourly wage
4. Increase Secretaries and Bookkeepers salaries by 5%
5. Adjust teacher salary schedule to be on par with surrounding divisions (Southampton’s)

Superintendent Sterling then introduced the Assistant Superintendent for Operations, Finance and Nutrition, Mr. Ryder to review his portion of the budget presentation:

Increase Teachers Assistant Salaries to Minimum \$15,500.00 per Year

Description	Increase to get to Minimum \$15,500.00 per year
Teacher Assistant	\$430.00
Aide	\$1,579.00
Aides Salary	\$2,102.00
Bright Starts Assistant	\$2,430.00
Aides Salary	\$2,430.00
Bright Starts Aide	\$2,492.00
Aide	\$2,625.00
Bright Starts Aide	\$2,811.00
Bright Starts Assistant	\$3,000.00
Aide	\$3,000.00
Bright Starts Assistant	\$3,000.00
Aide	\$3,000.00
Bright Starts Aide	\$3,000.00
Total Increase	\$34,329.00

DECEMBER 5, 2019 JOINT BUDGET MEETING WITH CITY COUNCIL AND FRANKLIN CITY SCHOOL BOARD

Increase Custodian Salaries to Minimum \$15.00 / Hour

	FY 2019 Gross	FY 2020 Rate	Raise to get to Min \$ 15/hr	Impact on FY 2021
JPK	\$48,235.96	\$19.62		
JPK	\$19,934.63	\$ 9.37	\$5.63	\$11,710.40
FHS	\$26,857.77	\$11.40	\$3.60	\$ 7,488.00
FHS	\$20,302.93	\$10.01	\$4.99	\$10,379.20
Split SPM / JPK	\$19,215.72	\$ 8.40	\$6.60	\$13,728.00
SPM	\$25,704.38	\$11.13	\$3.87	\$ 8,049.60
FHS	\$212,922.47	\$10.38	\$4.62	\$ 9,609.60
SPM	\$13,069.57	\$6.98	\$8.02	\$16,681.60
Total				\$77,646.40

Increases Secretaries and Bookkeepers Salaries by 5%

	FY 2020	5% Increase
SPM	\$35,673.00	\$1,783.65
JPK	\$40,639.00	\$2,031.95
FHS	\$35,672.00	\$1,783.60
SPM	\$37,991.00	\$1,899.55
JPK	\$44,225.00	\$2,211.25
FHS	\$32,728.00	\$1,636.40
Total Increase		\$11,346.40

Assistant Superintendent, Jeff Ryder stated as far as teacher’s salaries it is a bit more difficult to explain. He added for the existing eighty-five teachers, the annual cost increase to put the City of Franklin’s teachers on par with Southampton County’s teachers, the figure is about \$270,000.00.

Assistant Superintendent Ryder gave the floor back to Superintendent Sterling for this additional information:

In order to attract more qualified teachers, retain existing great teachers and move the City’s school division along the path to the goals set by the Board of Education the following is requested:

1. Administrator at S. P. Morton – Assistant Principal - \$65,000.00
2. One FTE Gifted Teacher - \$40,000.00
3. Three Security Resource Officers (SRO’s); one at each school - \$30,000 each (Total \$100,000 with benefits)

Capital / Non-Personnel Request

1. HVAC Replacement at Samuel P. Morton - \$440,000.00
2. Projected Insurance Increase (9%) – TBD

3. Any bus related items from earlier rollover dollars not paid for in FY 2020 – TBD

Budget FY 2021 – Request Recap

1. Salaries Increases - \$394,000.00+
 - Teacher Assistants - \$35,000.00
 - Bus Drivers – TBD
 - Custodial Staff - \$78,000.00
 - Secretaries / Bookkeepers - \$11,000.00
 - Adjusted Teacher Pay Scale - \$270,000.00
2. Personnel - \$205,000.00
 - Administrator at Samuel P. Morton Elementary - \$65,000.00
 - One FTE Gifted Teacher - \$40,000.00
 - Three Security Resource Officers - \$100,000.00
3. Other - \$440,000.00+
 - HVAC Replacement at Samuel P. Morton Elementary - \$440,000.00
 - Projected Insurance Increase (9% based on FY19 increase) – TBD
 - Bus Related Items Not Covered – TBD

Total Division Request - \$1,039,000.00

Priority Ranking

1. Teacher Assistants	\$ 35,000.00
2. Bus Drivers	\$ TBD
3. Custodial Staff	\$ 78,000.00
4. Secretaries / Bookkeepers	\$ 11,000.00
5. Adjusted Teacher Pay Scale	\$270,000.00
6. Administrator at Samuel P. Morton Elementary	\$ 65,000.00
7. One FTE Gifted Teacher	\$ 40,000.00
8. Three Security Resource Officers	\$100,000.00
9. HVAC Replacement at Samuel P. Morton Elementary	\$440,000.00
10. Projected Insurance Increase (9% based on FY 19 Increase)	\$ TBD
11. Bus Related Items Not Covered by Rollover	\$ TBD

Superintendent Sterling then gave the floor over to Assistant Superintendent Ryder to review the FY 2019 Rollover Request. The following is the information he reviewed:

Superintendent Sterling opened the floor for questions.

Mayor Frank Rabil requested an analysis from the last five years to see how many students were leaving City of Franklin's school system and not returning.

Superintendent Sterling replied she would retrieve that data.

Mayor Frank Rabil stated that we need to be careful with these salaries because everyone works in City Hall.

City Manager Amanda Jarratt stated there are several bills that are being filed in the General Assembly regarding the Minimum Wage Law in the state of Virginia. One is to raise minimum wage to \$10.00/hr. and the other to \$15.00 /hr. This is something that the City will need to be watching and aware of in days to come because this will affect our future financial budget.

Superintendent Sterling stated she is constantly losing staff to go to a higher salary in other localities. A salary study has been done and out of fourteen school divisions, Franklin is paying the lowest salaries.

Mayor Rabil stated a \$150,000.00 was budgeted to address this problem three year ago, obviously it was not addressed and if it did it went to the incorrect place.

Councilman Benny Burgess asked to review the rollover information again. He asked if the school ever pulled out of the positive amounts to bring the negative amounts to a positive.

Assistant Superintendent Ryder answered no.

Mayor Rabil asked what was the year-end surplus or was there any.

Superintendent Sterling replied there was nothing outstanding.

Councilman Gregory McLemore asked if it was common practice to supply teachers with laptops.

Superintendent Sterling replied yes it was.

Councilman McLemore stated as you know I have always supported our schools. With that being said we cannot always afford what these larger schools can because we have a limited population which we draw taxes from. He asked as far as rollover funds are you asking for \$1,039,000.00.

Superintendent replied that was the correct figure.

Councilman Burgess stated the City just worked on a bond issue is there any way we can work on the replacement of the remaining money or was all that Electric Fund.

City Manager Jarratt replied the bond issue is closed. She requested City Council meet and work on a capital plan as a group so that everyone understands what the needs are. She then thanked the School Board for all of their work on the audit.

Adjournment

There being nothing further to discuss, Mayor Frank Rabil adjourned the December 5, 2019 Joint Meeting with City Council and the Franklin City School Board at 7:52 p.m.

There being nothing further to discuss, Superintendent Tamara Sterling adjourned the December 5, 2019 Joint Meeting with City Council and The Franklin City School Board at 7:52 p.m.

Mayor

Clerk to City Council

The Franklin City Council held a regular meeting on Monday, December 9, 2019 at 7:00 p.m. in the Council Chambers at City Hall.

Council Members in Attendance: Frank Rabil, Mayor; Barry Cheatham, Vice-Mayor; Councilman Linwood Johnson; Councilman Bobby Cutchins; Councilwoman Wynndolyn Copeland; Councilman Gregory McLemore; and Councilman Benny Burgess

Staff in Attendance: Amanda Jarratt, City Manager and Leesa Barnes, Executive Assistant, Recording Minutes

Other Staff in Attendance: Russ Pace, Director of Public Works; Dan Howe, Director of Downtown Franklin Association; Dinah Babb, Treasurer; Samara Green-Bailey, Interim Director of Parks & Recreations; Brenda Rickman, Commissioner of the Revenue; Mark Bly, Director of Power & Light; Vernie Francis, Director of Emergency Services and Steve Patterson, Chief of Police

Call to Order

Frank Rabil, Mayor called the December 9, 2019 Regular City Council Meeting to order.

Citizen's Time

1st Citizen

Peter Helms resides at 906 Kimberly Drive, Franklin, Virginia; Mr. Helms is a retired thirty-year veteran of the Virginia Department of Corrections. He stated he has worked around some of Virginia's most dangerous criminals. He added the second amendment guarantees the right to defend myself and my family against such people. Criminals do not respect judges, laws, courts or police. He asked City Council to vote for the Second Amendment Sanctuary.

2nd Citizen

Barry Roberts resides at 117 Beechwood Drive, Franklin, Virginia; Mr. Roberts has served in the military and served thirteen months in the Vietnam War. He added that he feels that it is his right to carry a weapon and to defend himself if he has to.

3rd Citizen

Horace Sykes resides at 217 Sycamore Road, Franklin, Virginia; Mr. Sykes is a legal gun owner and supports the Second Amendment. He asked each and every Council member to vote to make the City of Franklin a Sanctuary City.

4th Citizen

Gary Crossfield resides in Suffolk; Mr. Crossfield is the owner of C E Tactical and is looking into opening a second store here in Franklin. He stated it is not only the Second Amendment we are fighting for; we are sending a message with 46 other counties to be a Second Amendment Sanctuary City.



5th Citizen

Mike Green resides at 332 Carrie Drive, Franklin, Virginia; Mr. Green served six years in the National Guard. He asked for Council's vote and support to make Franklin, Virginia a Sanctuary City for the Second Amendment.

6th Citizen

Wesley Cross resides 201 Benton Road, Suffolk, Virginia; Mr. Cross also asked City Council's vote and support to make Franklin, Virginia a Sanctuary City for the Second Amendment.

7th Citizen

Scott Phillips resides at 108 Robinhood Road, Franklin, Virginia; Mr. Phillips stated if City Council does not vote to make Franklin, Virginia a Sanctuary City for the Second Amendment, seventy percent of all guns will become illegal. He added it is our right to defend ourselves, please pass the resolution.

8th Citizen

Dan Howe resides at 100 Gillette Court, Franklin, Virginia; Mr. Howe stated he thinks we live in a wonderful City and thanked City Staff and volunteers for their participation in the Elf Parade and the Annual Community Christmas Parade.

Amendments to Agenda

Mayor Frank Rabil asked if there were any amendments to the agenda.

Councilman Gregory McLemore requested an amendment to the agenda.

Councilman Gregory McLemore made a motion to add a discussion about the Franklin Redevelopment and Housing Authority (FRHA). The motion was seconded by Councilman Benny Burgess.

The motion carried the vote by a 6-1 vote.

The vote was as follows:

Mayor Frank Rabil	AYE
Vice-Mayor Barry Cheatham	AYE
Councilman Linwood Johnson	NAY
Councilman Bobby Cutchins	AYE
Councilwoman Wynndolyn Copeland	AYE
Councilman Gregory McLemore	AYE
Councilman Benny Burgess	AYE

Mayor Rabil asked where to put the FRHA discussion in the Agenda.



City Manager Amanda Jarratt suggested to put the FRHA discussion under 3B in the Agenda.

Consent Agenda

Approval of November 16, 2019 Meeting Minutes

Mayor Frank Rabil asked if there were any additions or corrections to the minutes from the November 16, 2019 Council Retreat.

There being no additions or corrections to the minutes from November 16, 2019 Council Retreat, Mayor Rabil asked for a motion of approval.

Vice-Mayor Barry Cheatham asked for a motion of approval to the minutes from November 16, 2019 Council Retreat. The motion was seconded by Councilwoman Wynndolyn Copeland.

The motion carried the vote by 7-0.

Recognition of Sandy Smith – Retiree Resolution 2019-08

Vice-Mayor Barry Cheatham read the Resolution of Recognition of Sandy Smith's retirement and motioned to adopt Retiree Resolution 2019-08. The motion was seconded by Councilman Benny Burgess.

The motion carried the vote by 7-0.

See Attached Resolution:





Resolution of Appreciation

Jo

Sandra Smith

WHEREAS, Sandra Smith faithfully served the City of Franklin beginning on August 1, 1988 and ending her service on November 29, 2019 as Accounts Payable Technician for the Finance Department, and

WHEREAS, Sandra Smith diligently delivered quality workmanship. Mrs. Smith continually displayed a cooperative spirit, was loyal and dependable as well as a willing teacher to her co-workers, and

WHEREAS, Sandra Smith has provided guidance and exhibited wisdom through her position with the Finance Department; and,

WHEREAS, her warm personal demeanor has facilitated many accomplishments and has earned for her the respect of her peers; and

WHEREAS, the City of Franklin commends Sandra Smith for her generous and devoted service to this City and wishes her well in all her future endeavors.

NOW, THEREFORE, BE IT RESOLVED, that the Franklin City Council Honors the Exceptional Service of Sandra Smith.

AND, BE IT FURTHER RESOLVED that a copy of this Resolution be spread upon the minutes of this meeting of the Franklin City Council as visible evidence of the high esteem in which this Council and the citizens of the City of Franklin hold Sandra Smith thereby forever preserving and recording its gratitude.

Adopted: December 9, 2019

Mayor Frank Rabil



Resolution in Support of the US and Virginia Constitution Resolution 2019-09

City Manager Amanda Jarratt explained there has been much discussion regarding the Second Amendment of the United States Constitution and the right to bear arms. There is a resolution affirming the oath of office that each council member took when elected which specifically affirms the responsibility to respect, preserve, uphold and enforce the Second Amendment.

Mayor Frank Rabil opened the floor for discussion.

Councilman Benny Burgess stated there is a lot of violence in this country and he will be voting in favor of the resolution.

Councilman Linwood Johnson stated by taking the oath of office, we are bound to follow the Constitution of the United States as well as the State Constitution; I support the resolution.

Councilman Gregory McLemore stated I am here to do the will of the people and I will support the resolution.

Vice-Mayor Barry Cheatham stated there is no doubt, I will support the resolution and the right to bear arms.

Councilman Bobby Cutchins stated he supports the resolution and thanked the citizens for attending the City Council meeting.

Councilwoman Wynndolyn Copeland stated the citizens have spoken and I too support the resolution.

Mayor Rabil stated that it was a unanimous support tonight and thanked everyone for attending the City Council meeting. He added it is wonderful to see every one coming out to speak but there is a lot of business in the City and no one shows up. It is your God given right and privilege to participate in the meetings. I encourage you to attend, we need your input. He then thanked everyone for attending.

Councilman Gregory McLemore made a motion to adopt the Resolution in Support of the US and Virginia Constitution Resolution 2019-09. The motion was seconded by Wynndolyn Copeland.

Mayor Frank Rabil asked Vice-Mayor Barry Cheatham to read Resolution 2019-09.

The motion carried the vote by 7-0.

Citizen 1, Peter Helms asked if he could ask a question.

Mayor Frank Rabil replied that is not typically done but would allow it.



Mr. Peter Helms asked when the resolution would be effective.

City Manager Amanda Jarratt answered the resolution would become effective at tonight's meeting, December 9, 2019.

See Attached Resolution:



**A RESOLUTION IN AFFIRMATION OF THE OATH OF OFFICE
AND REGARDING A COMMITMENT TO RESPECT, PRESERVE, UPHOLD,
AND ENFORCE THE SECOND AMENDMENT (US CONSTITUTION)
AND ART. 1, § 13 (VA CONSTITUTION)**

WHEREAS the Code of Virginia (1950), as amended, § 15.2-1522 provides that every elected officer, unless otherwise provided by law, on or before the day on which their term of office begins, shall qualify by taking the oath prescribed by § 49-1;

WHEREAS the Code of Virginia (1950), as amended, § 49-1 prescribes the Oath of Office of the members of the Franklin City Council of Franklin, Virginia, as follows: I do solemnly swear that I will support the Constitution of the United States, and the Constitution of the Commonwealth of Virginia, and that I will faithfully and impartially discharge all the duties incumbent upon me as an elected member of the City Council according to the best of my ability, so help me God;

WHEREAS the Constitution of the United States at Amendment II expressly states that a well regulated Militia, being necessary to the security of a free State, the right of the people to keep and bear Arms, shall not be infringed;



WHEREAS the Constitution of Virginia at Article I, § 13 expressly states that a well regulated militia, composed of the body of the people, trained to arms, is the proper, natural, and safe defense of a free state, therefore the right of the people to keep and bear arms shall not be infringed;

WHEREAS there is concern that unconstitutional or unlawful legislation, which infringes upon the rights of the citizens to keep and bear arms under the Constitutions of the Commonwealth of Virginia (Article 1, § 13) and the United States (Amendment II), or which has the tendency to infringe upon or place any additional burdens on the right of law-abiding citizens to bear arms, may be introduced in the legislative sessions of the General Assembly of the Commonwealth of Virginia and/or the United States Congress; and,

WHEREAS there is concern that unconstitutional or unlawful executive and administrative action or enactments, which infringe upon the rights of the citizens under the Constitutions of the Commonwealth of Virginia (Article 1, § 13) and the United States (Amendment II), or which have the tendency to infringe upon or place any additional burdens on the right of law-abiding citizens to bear arms, are being considered by the Governor of the Commonwealth of Virginia and/or the offices and agencies under his control.

NOW, THEREFORE, BE IT HEREBY RESOLVED BY THE CITY COUNCIL OF FRANKLIN, VIRGINIA THAT:

- 1. As a body collective, the Council hereby affirms the Oath of Office pursuant to the Code of Virginia (1950), as amended, § 49-1 committing to support the Constitution of the United States, and the Constitution of the Commonwealth of Virginia, and to faithfully and impartially discharge all the duties incumbent upon the Council to the best of its ability;**
- 2. The City Council expresses its commitment by any and all legal means to Respect, Preserve, Uphold, and Enforce the Second of Amendment of the Constitution of the United States and Article 1, § 13 of the Constitution of the Commonwealth of Virginia to the fullest extent permitted by law;**
- 3. Nothing herein this Resolution is intended to declare any intent or effectuate any act, present or prospective, by the Council or any City officer or employee in contravention of law, including but not limited to Va. Code Ann., §15.2-915.**
- 4. The City Council implores the Virginia General Assembly, the United States Congress, and other agencies of the Commonwealth of Virginia and the United States Government vigilantly to preserve, uphold, and protect the rights of the citizens to keep and bear arms under the Constitutions of the Commonwealth of Virginia (Article 1, § 13) and the United States (Amendment II) by rejecting any provision, law, or regulation that may infringe, have the tendency to infringe, or place any additional burdens on the right of law-abiding citizens to bear arms;**



5. **The City Council expresses its commitment to oppose unconstitutional and unlawful legislation and proposed restrictions that infringe upon the right of its citizens to keep and bear arms, or which have the tendency to infringe upon or place any additional burdens on the right of law-abiding citizens to bear arms, through any and all legal means, as may be expedient, including without limitation, court action;**
6. **The City Council directs staff to forward a copy of this Resolution to the City's elected representatives in the Virginia General Assembly and the United States Congress, and to the Governor of Virginia; and,**
7. **The City Council hereby declares the City of Franklin, Virginia a "Constitutional City".**

APPROVED AND ADOPTED by the Franklin City Council this __th day of August 2019.

Mayor Frank M. Rabil



Financial Matters

Budget Amendment 2020-8

City Manager Amanda Jarratt explained that Budget Amendment 2020-8 was to amend to appropriate \$7,535.00 from the Police Federal Seizure fund balance for the conversion of an Explorer vehicle to a K9 vehicle.

Councilman Benny Burgess made a motion to approve Budget Amendment 2020-8. The motion was seconded by Vice-Mayor Barry Cheatham.

The motion carried the vote by 7-0.

Authorization for Line of Credit Project

City Manager Amanda Jarratt explained that when the financing package was approved several weeks ago all general obligation projects were approved to proceed. She added Chad Edwards, Deputy Director of Public Works provided Council with an attached memo regarding the purchase of a 2020 International automated side loader refuse truck. The new truck will replace a 2007 model truck with 62,337 miles and 9,930 hours. The body and packer of the old truck was beyond repair and has been sold as surplus equipment. Originally this replacement was budgeted in FY 18-19 but was not purchased due to cash balances being the recommended percentages.

Councilman Linwood Johnson made a motion to authorize the purchase of a 2020 International automated side loader refuse truck. The motion was seconded by Councilwoman Wynndolyn Copeland.

Mayor Frank Rabil opened the floor for discussion.

Councilman Gregory McLemore stated he did not vote for borrowing the funds so he felt he could not vote for spending the funds.

Vice-Mayor Barry Cheatham stated the funds that have been set aside for these purchases and will not cause the taxes or utility bills to increase.



The motion carried the vote by a 6-1 vote.

The vote was as follows:

Mayor Frank Rabil	AYE
Vice-Mayor Barry Cheatham	AYE
Councilman Linwood Johnson	AYE
Councilman Bobby Cutchins	AYE
Councilwoman Wynndolyn Copeland	AYE
Councilman Gregory McLemore	NAY
Councilman Benny Burgess	AYE

Delinquent Tax Update

City Manager Amanda Jarratt introduced Dinah Babb, Treasurer to give an update on the delinquent, real estate, personal property, meals and lodging taxes.

Treasurer Babb gave the following presentation on the 2019 Annual Report on delinquent taxes as of November 30, 2019:

- The delinquent tax amount for the City of Franklin as of November 30, 2019 is \$635,329.14. This amount reflects tax years 2017 and older for all taxes owed to the City. This increase is primarily due to the real estate taxes, and three specific properties.

Real Estate

- As of November 30, 2019 there is \$465,180.78 in delinquent Real Estate taxes for years 2001-2017.
- For RE2018 tax year, of the 5.5 million budgeted, the City has \$259,798.00 uncollected, showing a 95% collection rate as of November 30, 2019. Any payments paid on delinquent real estate is applied to the oldest tax first.

Personal Property

- As of November 30, 2019 there is \$168,658.95 in delinquent personal property taxes for tax years 2008-2017.
- For PP2018 tax year, of the 2.8 million budgeted, the City has \$164,424.79 uncollected, showing a 94% collection rate as of November 30, 2019.

Meals and Lodging

- Currently there is \$1,452.66 in delinquent meals tax and \$0.00 lodging.
- Due to the status of this account, Treasurer Babb requested Council to approve the charging off of \$1,452.66 in delinquent meals tax based on the business is closed and the owner is deceased.



Business License

- As of November 30, 2019 there is one delinquent business license in the amount of \$36.75 for tax years 2014-2018. Both businesses are no longer in operation and the owner have not been located. The Treasurer’s office continues to use treasurer’s tools to locate.

Treasurer’s Office News

- Cumulative Percentage for Real Estate for 2001 – 2018 is 99.5%
- Cumulative Percentage for Personal Property for 2007 – 2018 is 99.1%
- Requirements for the Office of Accreditation by the TAV the office must have a 95% or higher for Real Estate and a 90% or higher for Personal Property collection percentage rate.
- The Treasurer’s Office was awarded the Office of Accreditation for the sixth year in a row by the Treasurer’s Association of Virginia. This is the highest award by the Association.
- At the 2019 Annual Conference in Arlington County, Treasurer Babb was sworn in as President – Elect. of the Treasurer’ Association of Virginia.

Treasurer Babb provided Council with the following list of delinquent taxes owed to the City:

Real Estate	\$465,180.78
Personal Property	\$168,658.95
Business License	\$ 36.75
Meals Tax	\$ 1,452.66
Total Delinquent Taxes:	\$ 635,329.14

Mayor Frank Rabil asked the 2018 95% real estate collection rate compare with the previous years.

Treasurer Babb answered the 95% real estate collection rate is lower than normal due to three properties that are still on the books.

Councilman Benny Burgess made a motion to approve to charge off \$1,452.66 in delinquent meals tax due to the business is closed and the owner is deceased. The motion was seconded by Councilman Linwood Johnson.

Mayor Frank Rabil opened the floor for discussion or questions.

Councilman Bobby Cutchins asked if the business was a corporation or a LLC and did the Treasurer’s Office pursue the estate.

Treasurer Babb replied yes she had pursued all options of collection.

The motion carried the vote by 7-0.



Old / New Business

Ordinance in Support of Local Hospital Provider Assessment

City Manager Amanda Jarratt explained that in November of 2018 Franklin City Council was asked to adopt a resolution in support of all actions necessary at the State and local level for the establishment of a local provider assessment on Southampton Memorial Hospital for a supplemental Medicaid payment program. The City will receive four wire transfers per year from Southampton Memorial Hospital and make four wire transfers to the Department of Medical Assistance Services. The City of Franklin will keep \$5,000.00 annually to reimburse the City for its staff time implementing and executing the assessment. It is critical that this action occur in advance of December 31, 2019 in order to preserve the ability to implement the program. This will become Chapter 32 of the City Code.

Vice-Mayor Barry Cheatham made a motion to adopt the Ordinance in Support of Local Hospital Provider Assessment as presented. The motion was seconded by Councilman Linwood Johnson.

The motion carried the vote by 7-0.

See Attached Resolution:





City of Franklin, Virginia

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF FRANKLIN, VIRGINIA SUPPORTING THE ADOPTION OF AN ORDINANCE, ALL RELATED ACTIONS IN THE VIRGINIA GENERAL ASSEMBLY AND EXECUTIVE BRANCH AGENCIES FOR THE ESTABLISHMENT OF A LOCAL PROVIDER ASSESSMENT ON SOUTHAMPTON MEMORIAL HOSPITAL FOR A SUPPLEMENTAL MEDICAID PAYMENT PROGRAM.

WHEREAS, the City Council met on November 26, 2018 to consider information and receive an overview of the request of Southampton Memorial Hospital ("SMH") regarding a supplemental Medicaid payment program;

WHEREAS, Council gave due consideration of the request of SMH and of the information provided by SMH and presented by SMH;

WHEREAS, the health care services SMH provides to the citizens of the City of Franklin and the surrounding communities are invaluable and promote the general welfare of the citizens and is in the best interests of the City; now, therefore be it

RESOLVED that in consideration of the foregoing in light of the best interests of the City of Franklin and the general welfare of its citizens, the City Council fully supports the adoption of an ordinance to establish the local provider assessment on SMH and fully supports the introduction and passage of any and all legislation in the Virginia General Assembly as may be required to implement and operate such program.

PASSED AND ADOPTED by City Council of the City of Franklin, Virginia at a regularly scheduled meeting of said Council on November 26, 2018.

By: _____

Justin M. Hall
Mayor

By: _____

Cristina
Clerk

Date: _____

11/26/18

Franklin Redevelopment & Housing Authority Discussion

Councilman Gregory McLemore stated there was a worksession scheduled between City Council and Franklin Redevelopment & Housing Authority (FRHA), tonight to discuss many of the issues surrounding the Housing Authority. He added that he wants the citizens to be aware that the City is trying to work with the FRHA.

He also added two members of the FRHA Board of Commissioners, Mr. Reddick and Mr. Parham were in attendance.

Courthouse Update

City Manager Amanda Jarratt gave Council the following updates:

Southampton County Courthouse

Franklin City Council appointed Councilman Bobby Cutchins as the City's liaison to the negotiation team for the selection of an architect. The Southampton County Board of Supervisors selected Dr. Alan Edwards and scoresheets have been forwarded to Mike Johnson, Southampton County Administrator.

City of Franklin Courthouse

The City Council scoresheets were reviewed and all that submitted forms ranked Enteros as their first choice. Council will need to determine whether or not they would like to interview just Enteros or include other firms in the interview portion of the process

City Council unanimously choose early January 2020 to conduct the interview and chose only Enteros to interview.

Councilman Gregory McLemore stated that he was told by a citizen of Southampton County that there is a provision in Virginia Law that would allow Council not circumvent the requirements for the RFP but the City could bid out contracts for the City of Franklin's Courthouse.



City Manager's Report

City Manager Amanda Jarratt provided Council with the following updates:

- The Verizon Tower project is estimated to be completed by the end of December 2019
- Due to the instability in the recycling markets effective January 1, 2020, Bay Disposal's rate per home to collect single stream recycling will increase from \$2.66 per home to \$3.48 per home. The City's plan is to cover these expenses through vacancy savings with open positions if possible.
- Moody's affirmed the City's A1 rating and Moody's also gave the City the benefit of Virginia State Intercept which means the City will continue with an A1 rating. S & P Global Ratings assigned its 'AA' rating and stable outlook, to the City of Franklin, Virginia's series 2019 general obligation (GO) refunding bonds. At the same time, S & P Global Ratings affirmed its 'AA' rating, and stable outlook, on the City's GO debt outstanding.
- The Franklin Police Department has installed a medication disposal box in the lobby for citizens to dispose of unused or expired drugs.
- Solid waste operations will not occur on City holiday's. Trash pickup notifications are posted on the City's website as well as the social medial page.
- City operations will be closed on December 24th and 25th and will be reopening for normal business hours on December 26, 2019.

Community Events

- Christmas Party Martin Luther King Center, December 11, 2019 5:30 p.m. – 7:30 p.m.
- Candy Cane Hunt, Armory Field, December 14, 2019, 12:00 p.m. – 2:00 p.m.

Council / Staff Reports on Boards / Commissions

Councilman Benny Burgess informed Council that the Business Center met on November 20, 2019. He added the Business Center admitted Bobby's Transportation to the Business Center. There will be a fifteen-year celebration coming in March. There has been about twenty-two graduates from the Business Center and they are at 74% occupancy rate.

Councilman Linwood Johnson thanked everyone that helped with the Annual Community Christmas Parade and sent a special thanks to the School Board for their assistance.

Vice-Mayor Barry Cheatham informed Council that he and City Manager Amanda Jarratt attended a Western Tidewater Regional Jail Finance Committee meeting, they had some preliminary numbers and it was way too early to give out any information.

Councilman Gregory McLemore invited everyone in attendance to come and join the next Town Hall Meeting where it gives citizens a chance to participate and communicate with Council.



Mayor Frank Rabil stated there was a military alliance meeting he would be attending in the near future and thanked everyone for coming out and participating in the meeting. He then wished everyone a safe and Merry Christmas and Happy New Year.

Closed Session

Mayor Frank Rabil asked for a motion to go into Closed Session.

Councilwoman Wynndolyn Copeland moved that the Franklin City Council meet in closed session to discuss appointments to boards and commissions; to discuss a prospective business or industry or the expansion of an existing business or industry where no previous announcement has been made of the business' or industry's interest in locating or expanding its' facilities in the community; discussion or consideration of the acquisition of real property for a public purpose, or of the disposition of publicly held real property, where discussion in an open meeting would adversely affect the bargaining position or negotiating strategy of the public body; discussion of the award of a public contract involving the expenditure of public funds, including interviews of bidder or officers, and discussion of the terms or scope of such contract, where discussion in an open session would adversely affect the bargaining position or negotiating strategy of the public body pursuant to Virginia Code Section 2.2 – 3711 (A) (1), (3) (5) (7) & (29).

Motion Upon Returning to Open Session

Adjournment

There being nothing further to discuss the December 9, 2019 Regular City Council Meeting adjourned at 8:15 p.m.

Closed Session Actions

Councilman Bobby Cutchins made a motion to appoint Charlie Ashburn, Frank Jester, Lauren Harper, Clyde Parker as Chairman and Kyle R. Purvis to the Industrial Development Authority (IDA). The motion was seconded by Vice-Mayor Barry Cheatham.

The motion carried the vote by 7-0.



Mayor

Clerk to City Council

BUDGET AMENDMENT 2020-9

BE IT RESOLVED BY THE COUNCIL OF THE CITY OF FRANKLIN, VIRGINIA that the 2019-2020 City Budget is hereby amended to appropriate funds from FY19 restricted fund balance in the School Operating Fund to spend on one-time capital expenditures:

		2019-2020	AMENDED	INCREASE
		BUDGET	BUDGET	(DECREASE)
250	<u>SCHOOL OPERATING FUND</u>			
	REVENUE			
41050-1000	Funds from Restricted Fund Balance	\$0	\$335,330	<u>\$335,330</u>
				\$335,330
	EXPENDITURES			
60000-0003	Pupil Transportation	\$539,753	\$562,153	\$22,400
60000-0004	Operation & Maintenance Services	1,779,130	1,804,520	25,390
60000-0011	Technology	607,049	894,589	<u>287,540</u>
				\$335,330

*Certified copy of resolution adopted by
Franklin City Council.*

Clerk to the City Council




FRANKLIN CITY PUBLIC SCHOOLS

OFFICE OF THE
SUPERINTENDENT

207 West Second Avenue
Franklin, Virginia 23851-1713
(757) 569-8111 • Fax (757) 516-1015

MEMO

TO: Amanda Jarratt, Franklin City Manager

FROM: Dr. Tamara Sterling 
Division Superintendent

DATE: January 7, 2020

RE: Usage of Proposed Carryover from FY 2019

The Franklin City School division requests that the following carryover funds be added to the current FY 2019-2020 Budget. The funds will be used accordingly:

1. New financial management software	- \$	86,803
2. 1:1 Chrome Book initiative grades 3 – 5	- \$	135,000
3. Purchase replacement van for maintenance Dept	- \$	25,390
4. Replace transmission on Bus 24	- \$	4,400
5. Install Air Cond on existing busses 25 and 27	- \$	18,000
6. Replace teacher laptops	- \$	<u>65,737</u>

Total carryover requested \$ **335,330**

To correctly account for these funds, the 2019-2020 FY Revenue Budget must be increased by \$335,330.00 in City Account 250-3-41050-0100. Expense would be increased by the same amount in the following categories:

DESCRIPTION	AMOUNT
General - Technology	\$287,540.00
General - O & M	\$25,390.00
General – Transportation	\$22,400.00



*Office of the City Manager
Amanda C. Jarratt*

January 8, 2020

To: Franklin City Council

From: Amanda C. Jarratt, City Manager

Reference: Village at Woods Edge Bond Refinancing Resolution 2020-01

Background

In the fall of 2019 The Village at Woods Edge began communicating with the City of Franklin regarding the possibility of refinancing the existing bond debt held by the facility. The Code of Virginia Section 15.2-4901 allows the Village to utilize a portion of the City of Franklin’s ability to obtain up to an annual \$10M in tax free bond borrowing power. To quote the act in part, “It is the intent of the legislature to authorize the creation of industrial development authorities by the localities in the Commonwealth so that such authorities may... make loans to the end that such authorities may be able to promote industry and develop trade... with respect to medical facilities and facilities for the residence or care of the aged to inhabitants of the Commonwealth by assisting in the construction of facilities in order to provide modern and efficient medical services and care of the aged of the Commonwealth in accordance with their special needs...”

As was done previously, the City will allocate a portion of its tax free lending power to the Franklin Industrial Development Authority on behalf of the Village allowing them to take advantage of favorable interest rates currently available. This transaction does not negatively impact the City’s ability to borrow funds for this calendar year. The bonds are to be repaid by the Village and are collateralized by the revenues pledged from the Village operation. The debt is further supported by a deed of trust on the property owned by the Village. The City of Franklin is incurring no liability by allowing this transaction to occur.

The City of Franklin has assisted the Village at Woods Edge with this type of tax free bond financing on numerous occasions dating back to the original construction of the facility and most recently in 2013 for the construction of the memory care unit. The previous package was approved unanimously by Franklin City Council at the time.

The proposed resolution and transaction have been reviewed by Sands Anderson and Davenport on behalf of the City of Franklin.

The City of Franklin Industrial Development Authority met on January 7, 2020 to consider this matter and approved the resolution unanimously.

Needed Action

Adopt the resolution as presented.

CERTIFICATE OF PUBLIC HEARING

The undersigned Secretary of the Industrial Development Authority of the City of Franklin, Virginia (the "Authority"), hereby certifies as follows:

1. A special meeting of the Authority was duly called and held at 7:00 p.m. on January 7, 2020 at the City Council Chambers, City Hall, 207 West 2nd Avenue, Franklin Virginia. The meeting was open to the public, and persons of differing views were given an opportunity to be heard. At such meeting all of the directors of the Authority were present or absent throughout as follows:

PRESENT: Clyde E. Parker
K. Robertson Purvis, Jr.
Franklin L. Jester
Brian K. Hedgepeth
Lauren P. Harper
Ricky Lee Sykes
Charlie L. Ashburn, Jr.

ABSENT: None

2. The Chairman announced the commencement of a public hearing on the request of The Village at Woods Edge. Notice of such hearing was published on December 22, 2019 and December 29, 2019 in the Tidewater News (the "Notice"). A copy of the Notice and certificate of publication of such Notice have been filed with records of the Authority and are attached hereto as Exhibit (i).

3. The individuals identified in Exhibit (ii) appeared and addressed the Authority and a reasonably detailed summary of the statements made at the public hearing is included in Exhibit (ii). The fiscal impact statement required by the Virginia Industrial Development and Revenue Bond Act is attached hereto as Exhibit (iii).

4. Attached hereto as Exhibit (iv) is a true, correct and complete copy of a resolution (the "Resolution"), adopted at such meeting of the Authority by the unanimous vote of the Authority's directors present at such meeting.

5. The Resolution constitutes all formal action taken by the Authority at such meeting relating to matters referred to in the Resolution. The Resolution has not been repealed, revoked, rescinded or amended and is in full force and effect on the date hereof.

WITNESS my hand and the seal of the Authority this 8th day of January, 2020.

Amanda C. Garratt
Secretary, Industrial Development Authority
of the City of Franklin, Virginia

(SEAL)

Resolution 2020-01
RESOLUTION OF THE
CITY COUNCIL OF THE CITY OF FRANKLIN, VIRGINIA

WHEREAS, the Industrial Development Authority of the City of Franklin, Virginia (the “Authority”), has considered the request of The Village at Woods Edge, a not-for-profit Virginia nonstock corporation (the “Corporation”), that owns and operates a retirement facility known as The Village at Woods Edge (the “Facility”) in the City of Franklin, Virginia (the “City”), for the issuance of the Authority's revenue refunding bonds in an amount estimated not to exceed \$6,000,000 (the “Bonds”), to:

(a) refinance the Authority’s \$3,000,000 Residential Care Facility Mortgage Revenue Bond (The Village at Woods Edge), Series 2013A, which financed: (1) the construction, equipping and furnishing of a new memory care unit, including 16 apartments, indoor and outdoor community living space, and kitchen and dining facilities, (2) the construction of a storm drainage system, and (3) routine capital expenditures for the Facility;

(b) refinance the Industrial Development Authority of the County of Southampton, Virginia’s \$4,167,000 Residential Care Facility Mortgage Revenue Refunding Bond (The Village at Woods Edge), Series 2013B, which refinanced a portion of the Corporation’s \$9,165,000 promissory note dated June 28, 2006, in connection with the refunding of (i) the outstanding portion of the Residential Care Facility First Mortgage Revenue Note (The Village at Woods Edge), Series 2006A, originally issued by the Authority to finance various capital projects at the Facility, and (ii) the outstanding portion of the Residential Care Facility First Mortgage Revenue Refunding Bonds (The Village at Woods Edge), Series 2002, originally issued by the Authority to refinance previously issued obligations that financed various capital projects at the Facility; and

(c) finance, if and as needed, capitalized interest on the Bonds and costs of issuance related to the issuance of the Bonds, working capital, routine capital expenditures at the Facility and other related costs;

Clauses (a), (b), and (c) are, collectively, the “Project”;

WHEREAS, the Authority on January 7, 2020 held a public hearing on the issuance of the Bonds and the financing of the Project as required by Section 147(f) of the Internal Revenue Code of 1986, as amended (the “Code”), and Section 15.2-4906 of the Virginia Industrial Development and Revenue Bond Act, as amended (the “Act”);

WHEREAS, the Authority has requested the City Council (the “Council”) of the City to approve the issuance of the Bonds to comply with Section 147(f) of the Internal Revenue Code of 1986, as amended (the “Code”), and Section 15.2-4906 of the Act; and

WHEREAS, a copy of the Authority's resolution of January 7, 2020 approving the issuance of the Bonds, a record of the public hearing and a fiscal impact statement with respect to the issuance of the Bonds have been filed with the Council;

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF FRANKLIN, VIRGINIA:

1. The Council hereby approves the issuance of the Bonds by the Authority for the benefit of the Corporation, to the extent required by Section 147(f) of the Code and Section 15.2-4906 of the Act, to permit the Authority to issue the Bonds for the purposes set forth above.

2. The approval of the issuance of the Bonds does not constitute an endorsement of the Bonds or the creditworthiness of the Corporation. As required by Section 15.2-4909 of the Act, the Bonds shall provide that neither the City nor the Authority shall be obligated to pay the Bonds or the interest thereon or other costs incident thereto except from the revenues and moneys pledged therefor, and neither the faith and credit nor the taxing power of the Commonwealth of Virginia, the City or the Authority shall be pledged thereto.

3. The officers of the City are hereby authorized and directed to take all action reasonably requested by the Corporation or the Authority in connection with the issuance of the Bonds.

4. This Resolution shall take effect immediately upon its adoption.

Clerk of the City Council of the City of Franklin, Virginia

(SEAL)

CERTIFICATE OF PUBLIC HEARING

The undersigned Secretary of the Industrial Development Authority of the City of Franklin, Virginia (the "Authority"), hereby certifies as follows:

1. A special meeting of the Authority was duly called and held at 7:00 p.m. on January 7, 2020 at the City Council Chambers, City Hall, 207 West 2nd Avenue, Franklin Virginia. The meeting was open to the public, and persons of differing views were given an opportunity to be heard. At such meeting all of the directors of the Authority were present or absent throughout as follows:

PRESENT: Clyde E. Parker
K. Robertson Purvis, Jr.
Franklin L. Jester
Brian K. Hedgepeth
Lauren P. Harper
Ricky Lee Sykes
Charlie L. Ashburn, Jr.

ABSENT: None

2. The Chairman announced the commencement of a public hearing on the request of The Village at Woods Edge. Notice of such hearing was published on December 22, 2019 and December 29, 2019 in the Tidewater News (the "Notice"). A copy of the Notice and certificate of publication of such Notice have been filed with records of the Authority and are attached hereto as Exhibit (i).

3. The individuals identified in Exhibit (ii) appeared and addressed the Authority and a reasonably detailed summary of the statements made at the public hearing is included in Exhibit (ii). The fiscal impact statement required by the Virginia Industrial Development and Revenue Bond Act is attached hereto as Exhibit (iii).

4. Attached hereto as Exhibit (iv) is a true, correct and complete copy of a resolution (the "Resolution"), adopted at such meeting of the Authority by the unanimous vote of the Authority's directors present at such meeting.

5. The Resolution constitutes all formal action taken by the Authority at such meeting relating to matters referred to in the Resolution. The Resolution has not been repealed, revoked, rescinded or amended and is in full force and effect on the date hereof.

WITNESS my hand and the seal of the Authority this ____ day of January, 2020.

Secretary, Industrial Development Authority
of the City of Franklin, Virginia

(SEAL)

AFFIDAVIT OF PUBLIC NOTICE

Publisher's Certificate of Publication

STATE OF VIRGINIA COUNTY OF RICHMOND

Tony Clark, being duly sworn, on oath says he is and during all times herein stated has been Publisher of Tidewater Publications, Inc. publisher and printer of the Tidewater News (the "Newspaper"), has full knowledge of the facts herein stated as follows:

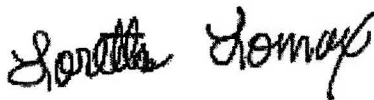
1. The Newspaper printed the copy of the matter attached hereto (the "Notice") was copied from the columns of the Newspaper and was printed and published in the English language on the following days and dates:

12/22/19, 12/29/19
2. The sum charged by the Newspaper for said publication is the actual lowest classified rate paid by commercial customer for an advertisement of similar size and frequency in the same newspaper in which the Notice was published.
3. There are no agreements between the Newspaper, publisher, manager or printer and the officer or attorney charged with the duty of placing the attached legal advertising notice whereby any advantage, gain or profit accrued to said officer or attorney



Tony Clark, Publisher

Subscribed and sworn to before me this
29th day of December, 2019



Loretta Lomax, Notary Public
Commonwealth of Virginia
Commission No. 7237388
My commission expires 01-31-2021

Account #
Ad # 963130

KAUFMAN & CANOLES
TWO JAMES CENTER
1021 EAST CARY STREET SUITE 1400
RICHMOND VA 23219

NOTICE OF PUBLIC HEARING ON PROPOSED REVENUE AND REFUNDING BOND FINANCING BY THE INDUSTRIAL DEVELOPMENT AUTHORITY OF THE CITY OF FRANKLIN, VIRGINIA FOR THE VILLAGE AT WOODS EDGE

Notice is hereby given that the Industrial Development Authority of the City of Franklin, Virginia (the "Authority"), whose address is 207 West 2nd Avenue, Franklin, Virginia, will hold a public hearing on the application of The Village at Woods Edge (the "Corporation") for the Authority to issue, pursuant to the Virginia Industrial Development and Revenue Bond Act (the "Act"), its revenue and refunding bonds (the "Bonds") in one or more series in an amount now estimated not to exceed \$6,000,000. The Corporation is a not-for-profit Virginia nonstock corporation with its corporate offices located at 1401 North Street, in the City of Franklin, Virginia. The Corporation owns and operates at such address a retirement facility known as The Village at Woods Edge (the "Facility"). The proceeds of the Bonds together with other available funds, will be used

(a) to refinance the Authority's \$3,000,000 Residential Care Facility Mortgage Revenue Bond (The Village at Woods Edge), Series 2013A, which financed: (1) the construction, equipping and furnishing of a new memory care unit including 16 apartments, indoor and outdoor community living space, and kitchen and dining facilities; (2) the construction of a storm drainage system; and (3) routine capital expenditures for the Facility

(b) to refinance the Industrial Development Authority of the County of Southampton, Virginia's \$4,167,000 Residential Care Facility Mortgage Revenue Refunding Bond (The Village at Woods Edge), Series 2013B, which refinanced a portion of the Corporation's \$9,165,000 promissory note dated June 28, 2006 in connection with the refunding of (i) the outstanding portion of the Residential Care Facility First Mortgage Revenue Note (The Village at Woods Edge), Series 2006A, originally issued by the Authority to finance various capital projects at the Facility, and (ii) the outstanding portion of the Residential Care Facility First Mortgage Revenue Refunding Bonds (The Village at Woods Edge), Series 2002, originally issued by the Authority to refinance previously issued obligations that financed various capital projects at the Facility and

(c) to finance, if and as needed, capitalized interest on the Bonds and costs of issuance related to the issuance of the Bonds, working capital, routine capital expenditures at the Facility and other related costs

The public hearing, which may be continued or adjourned, will be held at 7:00 p.m. on Tuesday, January 7, 2020, before the Authority in City Council Chambers, City Hall, 207 West 2nd Avenue, Franklin, Virginia 23861. As required by the Act, the Bonds will not pledge the credit or the taxing power of the Commonwealth of Virginia, the City of Franklin, Virginia or the Authority, but will be payable solely from revenues derived from the Corporation and the Facility and pledged therefor. Any person interested in the issuance of the Bonds or the location, nature or purpose of the Facility may appear and be heard. Information regarding the Corporation's request is on file and is open for inspection at the Authority's office at the address noted in the first paragraph, during business hours.

INDUSTRIAL DEVELOPMENT
AUTHORITY OF THE CITY OF
FRANKLIN, VIRGINIA

**SUMMARY OF STATEMENTS MADE AT
PUBLIC HEARING CONDUCTED BY THE
INDUSTRIAL DEVELOPMENT AUTHORITY OF THE
CITY OF FRANKLIN, VIRGINIA,
ON JANUARY 7, 2020,
WITH RESPECT TO THE REQUEST OF
THE VILLAGE AT WOODS EDGE**

The Chairman convened a public hearing regarding the request of The Village at Woods Edge, noting that notice of the hearing had been published as required. Billie Turner, Executive Director of The Village at Woods Edge, was present at the meeting to answer any questions regarding the refinancing. No members of the public were present. The Chairman closed the public hearing and called for discussion by the Board.

FISCAL IMPACT STATEMENT

FISCAL IMPACT STATEMENT

January 7, 2020

The Village at Woods Edge
(Applicant)

The Village at Woods Edge
(Facility)

1. Maximum amount of financing sought	\$6,000,000
2. Estimated taxable value of the facility's real property to be constructed in the locality	N/A
3. Estimated real property tax per year using present tax rates	N/A
4. Estimated personal property tax per year using present tax rates	N/A
5. Estimated merchants' capital tax per year using present tax rates	N/A
6. a. Estimated dollar value per year of goods that will be purchased from Virginia companies within the locality	\$500,000
b. Estimated dollar value per year of goods that will be purchased from non-Virginia companies within the locality	N/A
c. Estimated dollar value per year of services that will be purchased from Virginia companies within the locality	\$500,000
d. Estimated dollar value per year of services that will be purchased from non-Virginia companies within the locality	N/A
7. Estimated number of regular employees on year round basis	91
8. Average annual salary per employee	\$27,773


Chairman

Industrial Development Authority of the City of Franklin, Virginia

**RESOLUTION OF THE
INDUSTRIAL DEVELOPMENT AUTHORITY
OF THE CITY OF FRANKLIN, VIRGINIA,
RELATING TO THE ISSUANCE OF ITS REVENUE BOND FOR
THE VILLAGE AT WOODS EDGE**

**RESOLUTION OF THE
INDUSTRIAL DEVELOPMENT AUTHORITY
OF THE CITY OF FRANKLIN, VIRGINIA, RELATING
TO THE ISSUANCE OF ITS REVENUE [AND] REFUNDING BOND FOR
THE VILLAGE AT WOODS EDGE**

WHEREAS, the Industrial Development Authority of the City of Franklin, Virginia (the “Authority”), is a political subdivision of the Commonwealth of Virginia (the “Commonwealth”) created and existing pursuant to the Virginia Industrial Development and Revenue Bond Act, being Chapter 49, Title 15.2, Code of Virginia of 1950, as amended (the “Act”);

WHEREAS, the Act authorizes the Authority to issue bonds or notes to finance and refinance facilities for the residence and care of the aged;

WHEREAS, The Village at Woods Edge, a not-for-profit Virginia nonstock corporation (the “Corporation”), owns and operates a retirement facility known as The Village at Woods Edge (the “Facility”) in the City of Franklin, Virginia, and has requested the Authority to issue its revenue [and] refunding bond (the “Bond”), in one or more series, in a total amount now estimated not to exceed \$6,000,000, the proceeds of which are to be used, together with other available funds of the Corporation, to:

(a) refinance the Authority’s \$3,000,000 Residential Care Facility Mortgage Revenue Bond (The Village at Woods Edge), Series 2013A, which financed: (1) the construction, equipping and furnishing of a new memory care unit, including 16 apartments, indoor and outdoor community living space, and kitchen and dining facilities, (2) the construction of a storm drainage system, and (3) routine capital expenditures for the Facility;

(b) refinance the Industrial Development Authority of the County of Southampton, Virginia’s \$4,167,000 Residential Care Facility Mortgage Revenue Refunding Bond (The Village at Woods Edge), Series 2013B, which refinanced a portion of the Corporation’s \$9,165,000 promissory note dated June 28, 2006, in connection with the refunding of (i) the outstanding portion of the Residential Care Facility First Mortgage Revenue Note (The Village at Woods Edge), Series 2006A, originally issued by the Authority to finance various capital projects at the Facility, and (ii) the outstanding portion of the Residential Care Facility First Mortgage Revenue Refunding Bonds (The Village at Woods Edge), Series 2002, originally issued by the Authority to refinance previously issued obligations that financed various capital projects at the Facility; and

(c) finance, if and as needed, capitalized interest on the Bonds and costs of issuance related to the issuance of the Bonds, working capital, routine capital expenditures at the Facility and other related costs;

Clauses (a), (b), and (c) are, collectively, the “Project”;

WHEREAS, the Corporation, in an appearance before the Authority by the Corporation’s representatives and in certain information filed with the Authority, has described the benefits of undertaking the Project;

WHEREAS, a public hearing with respect to the proposed issuance of the Bond has been held as required by Section 147(f) of the Code, and Section 15.2-4906 of the Act;

WHEREAS, the Bond is expected to be sold to SunTrust Bank, or its successor by merger, Truist Bank, or an affiliate of either entity, in a private placement; and

WHEREAS, there have been presented to this meeting drafts of the following instruments (the "Documents"), which the Authority proposes to execute or approve to carry out the issuance and sale of the Bond, copies of which shall be filed with the records of the Authority:

(a) First Supplemental Indenture (the "Supplemental Indenture") between the Authority and U.S. Bank National Association, as trustee (the "Trustee") supplementing and amending that certain Amended and Restated Indenture of Trust (the "Indenture"), dated as of July 1, 2013, between the Authority and the Trustee, including the form of the Bond;

(b) First Supplement to Loan Agreement (the "First Supplement") between the Authority and the Corporation, supplementing and amending that certain Loan Agreement (the "Loan Agreement"), dated as of July 1, 2013, between the Authority and the Corporation; and

(c) Form of the Corporation's promissory note to be issued in the aggregate principal amount of the Bond (the "Note"), including the form of assignment of the Note from the Authority to the Trustee;

NOW, THEREFORE, BE IT RESOLVED BY THE INDUSTRIAL DEVELOPMENT AUTHORITY OF THE CITY OF FRANKLIN, VIRGINIA:

1. The Authority finds and determines that financing and refinancing the costs of the Project will be in the public interest of the City of Franklin, Virginia (the "City"), and its environs, and will benefit the inhabitants of the City by providing improved facilities for the residence and care of the aged and for the construction and operation of such facilities at the lowest possible cost, and will be in furtherance of the purposes of the Act.

2. The issuance of the Bond in an aggregate principal amount not to exceed \$6,000,000 is hereby approved. The Bond shall have such principal amounts and maturities, bear such date or dates, bear interest at such rate or rates, be payable at such times or times and be sold in one or more series or subseries with appropriate series designations and titles in such manner and on such terms as approved by the Chairman or the Vice Chairman of the Authority, either of whom may act; provided, however, that without further approval of the Authority (a) the Bond shall mature not later than December 31, 2045, and (b) the Bond shall bear interest at variable rates as provided in the Indenture with an initial rate that shall not exceed 6.00% per annum.

3. The Chairman and Vice Chairman of the Authority, either of whom may act, are authorized and directed to execute and deliver the Indenture and the Loan Agreement.

4. The Chairman and Vice Chairman of the Authority, either of whom may act, are authorized and directed to execute the Bond by manual or facsimile signature, and the Secretary and Assistant Secretary of the Authority, any of whom may act, are authorized and directed to have the seal of the Authority affixed or printed thereon and to attest such seal by manual or facsimile signature. The Chairman and Vice Chairman, either of whom may act, are authorized and directed to deliver the Bond to the trustee.

5. The Chairman and Vice Chairman of the Authority, either of whom may act, are hereby authorized and directed to accept from the Corporation the Note to evidence the Corporation's repayment obligation for the loan of the proceeds of the Bond and to assign by endorsement and deliver the Note to the trustee as security for the Bond.

6. The Documents shall be in substantially the forms presented to this meeting, which are hereby approved, with such completions, omissions, insertions and changes, including terms of the Bond, as the Authority's counsel or the executing officer of the Authority may approve, with execution constituting conclusive evidence of approval of any such completions, omissions, insertions and changes.

7. The officers of the Authority are hereby authorized and directed to execute, deliver and file all documents, certificates and instruments, including Internal Revenue Service Form 8038, on behalf of the Authority and to take all such further action as they may consider necessary or desirable in connection with the issuance and sale of the Bond and the financing of the Project.

8. The Authority hereby recommends and requests that the City Council of the City of Franklin, Virginia (the "City Council") approve the issuance of the Bond within sixty days of the date of the adoption of this resolution. The Authority hereby directs the Secretary of the Authority to submit to the City Council this resolution, the Corporation's Fiscal Impact Statement, and a summary of the public hearing held by the Authority prior to the adoption of this resolution.

9. All lawful costs and expenses in connection with the issuance of the Bond, including the fees and expenses of the Authority and its counsel, shall be paid from the proceeds of the Bond, to the extent allowed by law, or from funds provided by the Corporation. If for any reason the Bond is not issued or if the proceeds thereof cannot be used to pay all such expenses, it is understood that all such costs and expenses shall be paid by the Corporation and that the Authority shall not have responsibility therefor.

10. It having been represented to the Authority that it may be necessary to proceed immediately with the acquisition, construction and equipping of all or part of the Project, the Authority hereby agrees that the Corporation may proceed with its plans, enter into contracts for such acquisition, construction, equipping and development and take such other steps as it may deem appropriate in connection therewith, provided that nothing herein shall be deemed to authorize the Corporation to obligate the Authority without its consent in each instance to the payment of any moneys or the performance of any acts in connection with the Project. The Authority agrees that the Corporation, to the extent permitted by law, may be reimbursed from the proceeds of the Bond for all costs so incurred by it.

11. At the request of the Corporation, the Authority hereby appoints Kaufman & Canoles, a Professional Corporation, Richmond, Virginia, as bond counsel to supervise the proceedings and approve the issuance of the Bond.

12. In adopting this resolution, the Authority intends to declare its "official intent" for the Corporation to reimburse itself for expenditures with respect to the Project from the proceeds of the Bond within the meaning of regulations issued by the Internal Revenue Service pursuant to Section 103 of the Code.

13. Any authorization herein to execute a document shall include authorization to record such document where appropriate and to deliver it to the other parties thereto.

14. All other acts of the officers of the Authority that are in conformity with the purposes and intent of this resolution and in furtherance of the issuance and sale of the Bond are hereby ratified, approved and confirmed.

15. This resolution shall take effect immediately upon its adoption.



*Office of the City Manager
Amanda C. Jarratt*

January 8, 2020

To: Franklin City Council

From: Amanda C. Jarratt, City Manager

Reference: Eastern Virginia Regional Industrial Facility Authority

Background

In the fall of 2017, the City of Newport News was part of a team that submitted a GO Virginia application to establish the Hampton Roads Unmanned Systems Facility (HRUSF) in York County where companies can safely test and develop unmanned systems technology for commercial applications. Gloucester County, Hampton, James City County, Poquoson, Williamsburg and York County were the other localities that participated in the application. In early 2018, the GO Virginia application was approved, along with initial funding in the amount of \$150,000 to support two preliminary activities: the creation of a regional industrial facility authority (RIFA) and the development of architecture and engineering plans for HRUSF.

Staff from Newport News and the other participating localities have worked to advance the first task of creating a RIFA as allowed by the Code of Virginia, and, with the support of outside legal counsel and the respective City and County Attorney offices of the participating localities, have developed the documents necessary to create the RIFA, which is called the Eastern Virginia Regional Industrial Facility Authority (EVRIFA). This issue has been discussed at length at regional meetings over the last few months and the other Hampton Roads localities have been invited to join. Isle of Wight County is the most recent locality to join.

Joining the EVRIFA was discussed at the recent City Council retreat and labeled as an item to prioritize. In order for the City of Franklin to join EVRIFA, participating localities will each need to adopt ordinances authorizing the creation of EVRIFA and execution of the Agreement Creating the Eastern Virginia Regional Industrial Facility Authority.

Needed Action

Adopt the resolution as presented, authorize execution of the Agreement Creating the EVRIFA, and allocate funding for the first year of dues.

AN ORDINANCE TO JOIN THE EASTERN VIRGINIA REGIONAL
INDUSTRIAL FACILITY AUTHORITY PURSUANT TO SECTION
15.2-6400 ET SEQ. OF THE CODE OF VIRGINIA (the "Act")

WHEREAS, Franklin City Council recognizes that a mechanism for area localities to cooperate in the development of economic development projects and facilities is needed and desired in the Region (as defined below); and

WHEREAS, Franklin City Council acknowledges that the purpose of a regional industrial facility authority is to enhance the economic base for its member localities by developing, owning, and operating one or more facilities on a cooperative basis involving its member localities; and

WHEREAS, Franklin City Council finds that economic growth and development of the City of Franklin, Virginia (the City) and the comfort, convenience and welfare of the citizens of the City require the development of facilities, and that the collaborative and collective action through a regional industrial facility authority with the members of the Eastern Virginia Regional Industrial Facility Authority (the "Authority"), namely the County of Isle of Wight, County of Gloucester, the City of Hampton, the County of James City, the City of Newport News, the City of Poquoson, the City of Williamsburg, and the County of York (each, a "Member Locality" and collectively, the "Member Localities"), and that such collaboration will facilitate the development of the needed facilities within the geographic area comprised of the Member Localities and those localities eligible to be Member Localities (the "Region").

NOW THEREFORE BE IT RESOLVED AND ENACTED this __ day of January 2020:

1. That the Eastern Virginia Regional Industrial Facility Authority was formed and established effective December 18, 2018, and included as its initial Member Localities the County of Isle of Wight, the County of Gloucester, the City of Hampton, the County of James City, the City of Newport News, the City of Poquoson, the City of Williamsburg, and the County of York.
2. That in establishing the Authority, each Member Locality's respective governing body enacted an ordinance substantially similar to this ordinance, at that time authorizing the creation of the Authority. The Code of Virginia, as well as the Agreement Creating the Eastern Virginia Regional Industrial Facility Authority (the "Agreement"), provide that at any time subsequent to the creation of the Authority, the membership of the Authority may, with the approval of the Authority Board, be expanded to include any locality within the region that would have been eligible to be an initial member. The City of Franklin would have been eligible to be an initial member of the Authority.
3. That the City of Franklin hereby evidences its intent to become a member of the "Eastern Virginia Regional Industrial Facility Authority" (the "Authority"), and hereby requests the Authority Board to approve the expansion of the Authority membership to include the City of Franklin.
4. That the Authority shall be governed by a board (the "Authority Board") consisting of two (2) board members from each Member Locality. Authority Board members shall be appointed by their respective Member Locality's governing body.

Each governing body of each Member Locality may appoint up to two (2) alternate Authority Board members. Alternates shall be appointed for terms that coincide with one or more of the Authority Board members from the Member Locality that appoints the alternate. If either Authority Board member for a

Member Locality is not present at a meeting of the Authority, an alternate shall have all the voting and other rights of the Board member not present and shall be counted for purpose of determining a quorum and all other purposes of that meeting.

In the event that additional Member Localities shall enact an ordinance to join the Authority and are admitted upon the Authority Board approving the admission, the number of members of the Authority Board shall be increased by two (2) members for each additional Member Locality, with Authority Board members to be appointed in accordance with the criteria set forth above for initial Authority Board Members and alternates.

Each member of the Authority Board shall serve for a term of four (4) years and may be reappointed for as many terms as the governing body from said Authority Board member's Member Locality desires.

5. That the Authority Board shall have such authority and exercise such powers as are permitted by the Code of Virginia, the Agreement creating the Authority, and the Bylaws of the Authority Board. A copy of the Agreement and the Bylaws are attached hereto and are hereby approved.

6. That the Authority Board shall elect from its membership a Chair, Vice Chair, Treasurer and Secretary for each calendar year. The Authority Board may also appoint an Executive Director and staff who shall discharge such functions as may be directed by the Authority Board. The Executive Director and staff may be paid from funds received by the Authority.

7. That the Franklin City Council authorizes approval, by appropriate execution by the designated representative of the City of the Agreement previously approved and adopted by the Member Localities whereby the Authority was established and further whereby the respective rights and obligations of the Member Localities with respect to the Authority, in accordance with the provisions of the Act, shall be set forth (a copy of which is attached hereto). The Agreement Creating Authority shall (i) establish the terms for participation in the Authority by Member Localities and (ii) further describe the participation agreements (the "Participation Agreements") that the Authority may enter into with one or more Member Localities by which any projects and facilities allowed by the Act may be constructed, developed and operated. This authorization includes, but is not limited to, authority for this City Council to approve, by ordinance, Participation Agreements by which Authority projects shall be constructed, developed and operated and which may be funded from this City Councils' commitment of loans or grants and in the event that a facility will be located within the City, future tax revenue derived from the Authority's project facilities located within the County, pursuant to Section 15.2-6406 of the Act.

8. That the remittance to the Authority of tax revenue collected with respect to an Authority facility by any Member Locality shall not constitute a pledge of the credit or taxing power of the Member Locality; that revenue and economic growth-sharing arrangements entered into between and among Member Localities shall not be construed to be debt within the meaning of Article VII, Section 10 of the Constitution of Virginia; and that membership in the Authority does not authorize the pledging of the faith and credit or any revenues of any Member Locality for the payment of bonds issued by the Authority.

Frank M. Rabil
Mayor

Amanda C. Jarratt
Clerk to City Council

AGREEMENT CREATING THE EASTERN VIRGINIA REGIONAL INDUSTRIAL FACILITY AUTHORITY

WHEREAS, the Virginia Regional Industrial Facilities Act, Chapter 64, Title 15.2, Section 15.2-6400. et seq., Code of Virginia, 1950, as amended (the “Act”) was enacted by the General Assembly of the Commonwealth of Virginia to provide a regional authority mechanism for member localities of such an authority to cooperate in developing, owning, and operating one or more facilities through combined action; and

WHEREAS, the exercise of the power granted by the Act is to be in all aspects for the benefit of the inhabitants of the geographic region included within the Member Localities, as defined below (the “Region”) for the increase of their commerce, and for the promotion of their safety, health, welfare, convenience and prosperity; and

WHEREAS, the governing bodies of the Member Localities (as defined below) have determined that joint action through a regional industrial facility authority will facilitate the development of needed and desired facilities in the Region; and

WHEREAS, pursuant to the Act, the governing bodies of the County of Gloucester, the City of Hampton, the County of James City, the City of Newport News, the City of Poquoson, the City of Williamsburg and the County of York (each, a “Member Locality” and collectively, the “Member Localities”) by adoption of concurrent ordinances, have proposed to create the Eastern Virginia Regional Industrial Facility Authority (the “Authority”) for the purpose of enhancing the economic base for the Member Localities by developing, owning, and operating one or more facilities on a cooperative basis involving its Member Localities, which concurrent ordinances will be filed with the Secretary of the Commonwealth causing the creation of the Authority; and

WHEREAS, the Member Localities have agreed to enter into this Agreement Creating the Eastern Virginia Regional Industrial Facility Authority (this “Agreement”) establishing and describing the respective rights and obligations of the Member Localities with respect to the Authority.

NOW, THEREFORE, in consideration of the mutual promises of the parties and other good and valuable consideration herein stated, the Member Localities hereto agree as follows.

ARTICLE 1 NAME AND OFFICE

The name of the authority shall be the “**Eastern Virginia Regional Industrial Facility Authority**” (the “Authority”), and the address of its initial office is c/o York County Economic Development Authority, P.O. Box 532, Yorktown, Virginia 23690.

ARTICLE 2
PARTIES TO THE EASTERN VIRGINIA
REGIONAL INDUSTRIAL FACILITY AUTHORITY AGREEMENT

1. The initial Member Localities of the Authority are:

County of Gloucester
City of Hampton
County of James City
City of Newport News
City of Poquoson
City of Williamsburg
County of York

2. At any time subsequent to the creation of this Authority, the membership of the Authority may, with the approval of the Authority Board, be expanded to include any locality within the region that would have been eligible to be an initial member. The governing body of a locality seeking to become a member shall evidence its intent to become a member by adopting an ordinance proposing to join the Authority that conforms to the requirements established by Section 15.2-6402 of the Code of Virginia. The admission of such additional member shall be completed upon the Authority Board approving the admission, after presented with the requisite ordinance adopted by such locality, which then shall be a Member Locality for all purposes, and with all rights, under this Agreement and the Bylaws (as defined below).

ARTICLE 3
FINDINGS AND PURPOSE OF THE AUTHORITY

The Member Localities agree that this Authority has been established for the following purpose and function.

1. The Member Localities agree that the creation of the Authority provides a mechanism for the Member Localities to cooperate in the development of facilities needed and desired in the Region.

2. The exercise of the powers granted by the Act shall be in all aspects for the benefit of the inhabitants of the Region for the increase of their commerce, and for the promotion of their safety, health, welfare, convenience and prosperity. Special emphasis shall be placed on directing these benefits to the inhabitants of the Member Localities, while recognizing the regional benefit of the Member Localities' economic development projects.

3. The Authority shall be nonprofit and no part of its earnings remaining after payment of its expenses and fulfillment of commitments in furtherance of the Authority's purposes shall inure to the benefit of any individual, firm or corporation, and if the Authority is dissolved in accordance with the provisions of the Act, the title to all funds and

other property owned by the Authority shall vest in the Member Localities which have contributed to the Authority in proportion to their respective contributions as provided by the Act. In order to benefit from the dissolution, the Member Locality must be in good standing with this Agreement, the Authority's Bylaws and other documents describing the Member Localities' obligations to the Authority.

4. The Act provides the Member Localities with powers by which the Member Localities may interact as one body or as individual participating groups consisting of more than one Member Locality of the Authority which the members believe will give each local government an opportunity to establish successful partnerships for the development of economic projects which will serve the region.

5. The governing body of each Member Locality has found that the economic growth and development of the localities, and the comfort, convenience and welfare of the citizens of the Member Localities require the development of facilities and that joint action through the Authority will facilitate the development of such facilities.

ARTICLE 4 BOARD OF THE AUTHORITY

1. All powers, rights and duties conferred by the Act, or other provisions of law, upon the Authority shall be exercised by a Board of Directors, each of whom shall be a resident of the Commonwealth of Virginia (the "Board"). The Board shall consist of two board members from each Member Locality pursuant to Section 15.2-6403 (A) of the Act appointed by the governing body of each Member Locality. One Board member shall be an elected member of the locality's governing body. Each Board member shall serve for a term of four years and may be reappointed for as many terms as the Member Locality's governing body desires. If a vacancy occurs by reason of death, disqualification or resignation, the governing body of the Member Locality that appointed the Authority Board member shall appoint a successor to fill the unexpired term.

2. The governing body of each Member Locality may appoint up to two alternate Board members. An alternate may serve as an alternate for either Board member from the Member Locality that appoints the alternate. Alternates shall be appointed for terms that coincide with one or more of the Board members from the Member Locality that appoints the alternate. If either Board member for a Member Locality is not present at a meeting of the Authority, an alternate shall have all the voting and other rights of the Board member not present and shall be counted for purpose of determining a quorum and all other purposes at that meeting.

3. The Board shall elect from its membership, for each calendar year, a chair, vice chair, treasurer, and secretary.

4. Appointments, officers, Board meetings and procedures shall be held and conducted in accordance with the Act, this Agreement, and with the Bylaws of this Authority, attached hereto as Exhibit A and fully incorporated into this Agreement (the "Bylaws").

5. The Board shall submit an annual report of the Authority's activities of the preceding year to the governing bodies of the Member Localities, including a complete operating and financial statement.

6. The Board may establish dues or other annual financial fees for the operation of the Authority and its approved purposes ("**Operational Dues**") to be paid by the Member Localities. Such Operational Dues shall be approved by all Member Localities, including (without limitation) by or through a Member Locality's Economic Development Authority, by appropriate resolutions or ordinances. Such Operational Dues shall be separate from amounts due in accordance with Participation Agreements (as defined in Article 5 below). No Board member shall receive compensation, but shall be reimbursed for actual expenses incurred in the performance of his or her duties from funds available to the Authority.

7. The Authority is vested with the powers of a body corporate, including the powers to sue and be sued in its own name, plead and be impleaded, and adopt and use a common seal and alter the same as may be deemed expedient.

ARTICLE 5 PARTICIPATION AGREEMENTS FOR FACILITIES

1. The Authority may enter into participation agreements with more than one or more Member Localities by which any facilities allowed by the Act may be constructed, developed and operated in the Region ("**Participation Agreement(s)**"). Such Participation Agreements may include participation by public and private entities who are not Member Localities of the Authority ("**Other Participants**").

2. Each Member Locality may consider its terms in the participation in each proposed project. The cost for such Participation Agreements and any remuneration from the creation of a Participation Agreement shall only be shared by the Member Localities and Other Participants in accordance with the Participation Agreement for that project. The Authority may from time to time finance an economic development project (a "**Project**") pursuant to a Participation Agreement through the issuance of notes and bonds by the Authority ("**Bonds**"). Such Bonds shall be limited obligations of the Authority to be paid solely from revenues and receipts of that particular Project and from revenues that may be received pursuant to any Participation Agreement or other agreement related to the Project being financed, and may be secured by collateral encumbered or pledged in support of the financing ("**Project-Based Financing**"). Project-Based Financing is approved and consented to by the Member Localities. Any individual Member Locality may, at its discretion and as allowed by law, choose to enter into, or not enter into, a specific Project-Based Financing arrangement in support of any particular Project. Any Member Locality not entering into an agreement in support of a Project (i) shall have no monetary obligation or other duty or responsibility in relation to that Project, and (ii) its Member Locality status and participation in other Projects shall not be modified by any decision not to participate in any particular Project.

**ARTICLE 6
DONATIONS; REMITTANCE OF TAX REVENUE;
REVENUE SHARING AGREEMENTS**

1. Member Localities, including (without limitation) by or through a Member Locality's Economic Development Authority, are hereby authorized to lend, or donate money or other property to the Authority for any of its purposes. The Member Locality, including (without limitation) by or through a Member Locality's Economic Development Authority, making the grant or loan may restrict the use of such grants or loans to a specific facility owned by the Authority within or outside of that Member Locality.

2. The governing body of the Member Locality in which a facility owned by the Authority is located may direct, by resolution or ordinance, that all tax revenues collected with respect to the facility shall be remitted to the Authority. Such revenues may be used for the payment of debt service on bonds of the Authority and other obligations of the Authority incurred with respect to such facility. The action of such governing body shall not constitute a pledge of the credit or taxing power of such Member Locality.

3. Notwithstanding the requirements of Chapter 34 of Title 15.2 of the Code of Virginia (Section 15.2-3400 et seq.), the Member Localities may agree to a revenue and economic growth sharing arrangement with respect to tax revenues and other income and revenues generated by any facility owned by the Authority. The obligations of the parties to any such agreement shall not be construed to be debt within the meaning of Article VII, Section 10, of the Constitution of Virginia. Any such agreement shall be approved by a majority vote of the governing bodies of the Member Localities reaching such an agreement, but shall not require any other approval.

**ARTICLE 7
BOND ISSUES**

The Authority may at any time issue bonds for any valid purpose, including the establishment of reserves and the payment of interest. Any such bonds issued pursuant to the Act shall comply with all terms and conditions identified in Sections 15.2-6409, 15.2-6410, 15.2-6411 and 15.2-6412 of the Code of Virginia, as amended.

**ARTICLE 8
ACCOUNTS AND RECORDS**

The accounts and records of the Authority showing the receipt and disbursement of funds from whatever source derived shall be in such form as the Auditor of Public Accounts prescribes, provided that such accounts correspond as nearly as possible to the accounts and records for such matters maintained by corporate enterprises. The accounts and records of the Authority shall be subject to audit pursuant to Section 30-140 of the Code of Virginia and the costs of such audit services shall be borne by the Authority. The Authority's fiscal year shall be the same as the Commonwealth's.

**ARTICLE 9
MEMBER LOCALITIES APPROVALS**

The Authority may request action or approvals by the governing bodies of the Member Localities for any appropriate matters or actions in accordance with the Act. The Authority shall not act without approvals of the governing bodies of the Member Localities for any of the following:

- (i) Participation Agreements for individual Projects in accordance with Article 5 of this Agreement;
- (ii) tax revenue remittances in accordance with Section 15.2-6406.B of the Act;
- (iii) revenue sharing agreements in accordance with Section 15.2-6407 of the Act and Article 6 of this Agreement;
- (iv) Operational Dues in accordance with Article 4, Section 6 of this Agreement;
- (v) Any modification of the Board provisions in Article 4 Sections 1 and 2 of this Agreement; and
- (vi) Any other requirement or limitation as may be imposed by the Act, as may be amended.

**ARTICLE 10
DISSOLUTION OF AUTHORITY**

1. Any Member Locality of the Authority may withdraw from the Authority (i) upon dissolution of the Authority as set forth herein, or (ii) with majority approval of all other Member Localities of the Authority, upon a resolution adopted by the governing body of such Member Locality and after satisfaction of such Member Locality's legal obligations, including repayment of its portion of any debt incurred with regard to the Authority, or after making contractual provisions for the repayment of its portion of any debt incurred with regard to the Authority, as well as pledging to pay any general dues for operation of the Authority for the current and succeeding fiscal year following the effective date of withdrawal.

No Member Locality seeking withdrawal shall retain, without the consent of a majority of the remaining Member Localities, any rights to contributions made by such Member Locality, to any property held by the Authority or to any revenue sharing as allowed by the Act.

Upon withdrawal, the withdrawing Member Locality also shall return to the Authority any dues or other contributions refunded to such Member Locality during its membership in the Authority.

2. Whenever the Board determines that the purpose for which the Authority was created has been substantially fulfilled or is impractical or impossible to accomplish and that all obligations incurred by the Authority have been paid or that cash or sufficient amount of approved securities has been deposited for their repayment, or provisions satisfactory for the timely payment of all its outstanding obligations have been arranged, the Board may adopt resolutions declaring and finding that the Authority shall be dissolved.

Appropriate attested copies of such resolutions shall be delivered to the Governor so that legislation dissolving the Authority may be introduced in the General Assembly. The dissolution of the Authority shall become effective according to the terms of such legislation. The title to all funds and other property owned by the Authority at the time of such dissolution shall vest (i) in the Member Localities which have contributed to the Authority in proportion to their respective contributions, (ii) as stated in the Authority's dissolution resolution(s), or (iii) as otherwise mutually agreed upon by the Member Localities.

ARTICLE 11 MISCELLANEOUS

This Agreement may be amended or altered, from time to time, in any manner not inconsistent with the provisions of the Act and other applicable law. This Agreement shall be amended or altered only by an amendment, resolution or other approval of all of the governing bodies of the Member Localities. No such amendment shall reduce the rights, or modify the obligations of a Member Locality, for any previously approved Participation Agreement. All amendments shall be in writing and shall be signed by the Authority Chairman and Secretary after approval in accordance with this Agreement and the Bylaws. The Authority shall provide a copy of any amendment to each Member Locality not later than ten (10) days after final approval of all Member Localities.

The title of and article headings in this Agreement are solely for convenience of reference and shall not constitute a part of this Agreement nor shall they affect its meaning, construction or effect.

This Agreement may be executed in any number of counterparts, each of which shall be an original and all of which together shall constitute but one and the same instrument.

If any clause, provision or section of this Agreement shall be held illegal or invalid by any court, the illegality or invalidity of such clause, provision or section shall not affect the remainder of this Agreement which shall be construed and enforced as if such illegal or invalid clause, provision or section had not been contained in this Agreement. If any agreement or obligation contained in this Agreement is held to be in violation of law, then such agreement or obligation shall be deemed to be the agreement or obligation of the parties hereto only to the extent permitted by law. In the event that the General Assembly amends the Act in a manner that conflicts herewith, the provisions of this Agreement are hereby amended in conformity with such amendment of the Act.

This Agreement is effective November 8, 2018.

IN WITNESS WHEREOF, the governing bodies identified, by authorized action, have caused this Agreement to be executed and their respective seals to be affixed hereto and attested by their respective clerks or secretaries commencing effective on the date when fully executed.



COUNTY OF GLOUCESTER

By: [Signature] 11/8/18
Name: J. BRENT FEDORS
Title: COUNTY ADMINISTRATOR

ATTEST:

By: [Signature]
Name: PATRICIA L. CROWIN
Title: DEPUTY CLERK

Approved as to form:

By: [Signature]
Edwin N. Wilmot, County Attorney

[Signatures continue on next page]

IN WITNESS WHEREOF, the governing bodies identified, by authorized action, have caused this Agreement to be executed and their respective seals to be affixed hereto and attested by their respective clerks or secretaries commencing effective on the date when fully executed.

CITY OF HAMPTON

By: Mary B. Bunking
Name: Mary B. Bunking
Title: City Manager

ATTEST:

By: Katherine K. Glass
Name: Katherine K. Glass
Title: Clerk of Council


Approved as to form:

By: Cheran Cordell Ivery
Cheran Cordell Ivery, City Attorney


[Signatures continue on next page]

IN WITNESS WHEREOF, the governing bodies identified, by authorized action, have caused this Agreement to be executed and their respective seals to be affixed hereto and attested by their respective clerks or secretaries commencing effective on the date when fully executed.


COUNTY OF JAMES CITY

By: 
Name: Scott A. Stevens
Title: County Administrator

ATTEST:

By: 
Name: ANIA ECKHARDT
Title: ADMIN & FOIA OFFICER


Approved as to form:

By: 
Adam Kinsman, County Attorney

[Signatures continue on next page]

IN WITNESS WHEREOF, the governing bodies identified, by authorized action, have caused this Agreement to be executed and their respective seals to be affixed hereto and attested by their respective clerks or secretaries commencing effective on the date when fully executed.

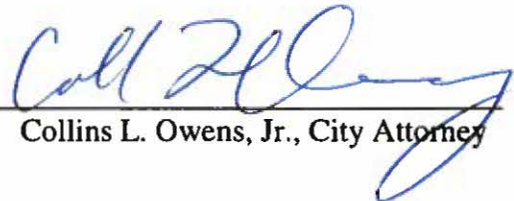
CITY OF NEWPORT NEWS

By: 
Name: Cynthia D. Rohlf
Title: City Manager

ATTEST:

By: 
Name: Mabel Washington Jenkins
Title: City Clerk

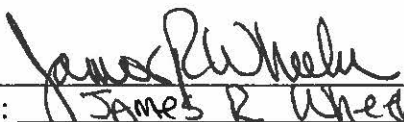
Approved as to form:

By: 
Collins L. Owens, Jr., City Attorney


[Signatures continue on next page]

IN WITNESS WHEREOF, the governing bodies identified, by authorized action, have caused this Agreement to be executed and their respective seals to be affixed hereto and attested by their respective clerks or secretaries commencing effective on the date when fully executed.

CITY OF POQUOSON

By: 
Name: James R. Wheeler
Title: City Manager

ATTEST:

By: 
Name: Evie Insley
Title: Assistant to the City Manager/City Clerk

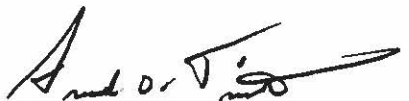
Approved as to form:

By: 
Wayne Moore, City Attorney


[Signatures continue on next page]

IN WITNESS WHEREOF, the governing bodies identified, by authorized action, have caused this Agreement to be executed and their respective seals to be affixed hereto and attested by their respective clerks or secretaries commencing effective on the date when fully executed.

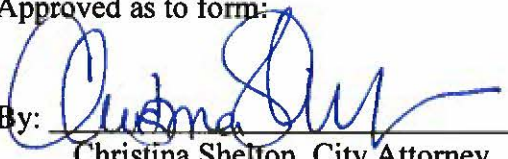
CITY OF WILLIAMSBURG

By: 
Name: Andrew O. Trivette
Title: Interim City Manager

ATTEST:

By: 
Name: Debi Burcham
Title: Clerk of Council

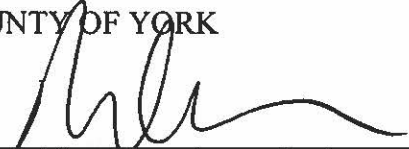
Approved as to form:

By: 
Christina Shelton, City Attorney


[Signatures continue on next page]

IN WITNESS WHEREOF, the governing bodies identified, by authorized action, have caused this Agreement to be executed and their respective seals to be affixed hereto and attested by their respective clerks or secretaries commencing effective on the date when fully executed.

COUNTY OF YORK

By: 
Name: NEIL A. MORGAN
Title: COUNTY ADMINISTRATOR

ATTEST:

By: 
Name: SARAH A. VANCE
Title: ADMINISTRATIVE COORDINATOR

Approved as to form:

By: 
James Barnett, County Attorney

EXHIBIT A

BYLAWS

**EASTERN VIRGINIA REGIONAL INDUSTRIAL FACILITY AUTHORITY
BYLAWS**

ARTICLE I

NAME; FORMATION; POWERS OF AUTHORITY; CERTAIN DEFINITIONS

Section 1

The name of the authority (the “**Authority**”) shall be “Eastern Virginia Regional Industrial Facility Authority.”

Section 2

The Authority was formed in accordance with the Virginia Regional Industrial Facilities Act, Chapter 64, Title 15.2, Section 15.2-6400 et seq., Code of Virginia, 1950, as amended (the “**Act**”). The initial Member Localities have entered into that certain Agreement Creating the Eastern Virginia Industrial Facility Authority as the same may be amended from time to time (the “**RIFA Agreement**”).

Section 3

The Authority is vested with the powers of a body corporate, including the power to sue and be sued in its own name, plead and be impleaded, and adopt and use a common seal and alter the same as may be deemed expedient. In addition to additional powers set forth in the Act, the Authority may:

1. adopt bylaws, rules and regulations to carry out the provisions of the Act;
2. employ, either as regular employees or as independent contractors, consultants, engineers, architects, accountants, attorneys, financial experts, construction experts and personnel, superintendents, managers and other professional personnel, personnel, and agents as may be necessary in the judgment of the Authority, and fix their compensation;
3. determine the locations of, develop, establish, construct, erect, repair, remodel, add to, extend, improve, equip, operate, regulate, and maintain facilities to the extent necessary or convenient to accomplish the purposes of the Authority;
4. acquire, own, hold, lease, use, sell, encumber, transfer, or dispose of, in its own name, any real or personal property or interests therein;
5. invest and reinvest funds of the Authority;

6. enter into contracts of any kind, and execute all instruments necessary or convenient with respect to its carrying out the powers in the Act to accomplish the purposes of the Authority;
7. expend such funds as may be available to it for the purpose of developing facilities, including but not limited to (i) purchasing real estate; (ii) grading sites; (iii) improving, replacing, and extending water, sewer, natural gas, electrical, and other utility lines; (iv) constructing, rehabilitating, and expanding buildings; (v) constructing parking facilities; (vi) constructing access roads, streets, and rail lines; (vii) purchasing or leasing machinery and tools; and (viii) making any other improvements deemed necessary by the Authority to meet its objectives;
8. fix and revise from time to time and charge and collect rates, rents, fees, or other charges for the use of facilities or for services rendered in connection with the facilities;
9. borrow money from any source for any valid purpose, including working capital for its operations, reserve funds, or interest; mortgage, pledge, or otherwise encumber the property or funds of the Authority; and contract with or engage the services of any person in connection with any financing, including financial institutions, issuers of letters of credit, or insurers;
10. issue bonds under the Act;
11. accept funds and property from the Commonwealth of Virginia (the "**Commonwealth**"), persons, counties, cities, and towns and use the same for any of the purposes for which the Authority is created;
12. apply for and accept grants or loans of money or other property from any federal agency for any of the purposes authorized in the Act and expend or use the same in accordance with the directions and requirements attached thereto or imposed thereon by any such federal agency;
13. make loans or grants to, and enter into cooperative arrangements with, any person, partnership, association, corporation, business or governmental entity in furtherance of the purposes of the Act, for the purposes of promoting economic and workforce development, provided that such loans or grants shall be made only from revenues of the Authority that have not been pledged or assigned for the payment of any of the Authority's bonds, and to enter into such contracts, instruments, and agreements as may be expedient to provide for such loans, and any security therefor. The word "revenues" as used in this subsection includes grants, loans, funds and property, as set out in subsections 11 and 12;
14. enter into agreements with any other political subdivision of the Commonwealth for joint or cooperative action in accordance with Section 15.2-1300 of the Code of Virginia, 1950, as amended; and

15. do all things necessary or convenient to carry out the purposes of the Act.

Section 4

Capitalized terms used in these Bylaws and not otherwise defined shall have the meanings prescribed in the Act.

ARTICLE II BOARD

Section 1

The Authority shall be governed by a board as prescribed in Section 15.2-6403 of the Act and provided in the RIFA Agreement (the “**Board**”). The Board shall consist of such number of Board members as provided in the RIFA Agreement. Board members and alternate Board members shall be appointed and shall serve for such terms as provided in the RIFA Agreement. The chair (the “**Chair**”), vice chair (“**Vice Chair**”), treasurer (“**Treasurer**”) and secretary (“**Secretary**”) of the Board shall be appointed as provided in the RIFA Agreement.

Section 2

A. The Chair of the Board shall conduct the meetings of the Board, execute documents on behalf of the Board, function as the chief executive officer of the Authority, and execute such duties as the Board may delegate to the Chair by resolution.

B. The Vice Chair of the Board shall serve in the place and stead of the Chair when he or she is unable or unwilling to serve in such capacity.

C. The Secretary shall have the responsibility for preparing and maintaining custody of minutes of the Board’s meetings, for maintaining the records, and for authenticating records of the Authority. The Secretary shall also perform such other duties as may be assigned from time to time by the Board.

D. The Treasurer shall keep or cause to be kept complete and accurate books of account. Whenever required by the Board, the Treasurer shall render a financial statement showing all transactions of the Authority and the financial condition of the Authority. The Treasurer shall also perform such other duties as may be assigned from time to time by the Board.

Section 3

The Board may appoint an executive director (“**Executive Director**”) and such other staff who shall discharge such functions as may be directed by the Board. The Executive Director and any staff members shall be paid from funds received by the Authority.

Section 4

Each member of the Board shall, before entering upon the discharge of the duties of his or her office, take and subscribe to the oath prescribed in Section 49-1 of the Code of Virginia, 1950, as amended. Each member of the Board is an “officer” under the State and Local Government Conflict of Interests Act (Va. Code § 2.2-3100 et seq.) (“COIA”).

Section 5

Members of the Board shall be reimbursed for actual expenses incurred in the performance of their duties from funds available to the Authority. No Board member shall receive compensation.

Section 6

6.1 The regular meetings of the Board shall occur once every six months on such dates and at such places and hours as may be agreed upon by the members of the Board. Regular meetings of the Board may be adjourned or continued, without further public notice, from day to day or from time to time or from place to place, but not beyond the time fixed for the next regular meeting, until the business before the Board is completed. The Board may agree to modify the frequency, dates, schedule or other details for regular meetings by a regular vote of the Board in accordance with these Bylaws. All meetings of the Authority and its committees shall comply with the Virginia Freedom of Information Act (Title 2.2, Chapter 37 of the Code of Virginia, 1950, as amended); and the Board and its committees may hold closed sessions as permitted therein.

6.2 A quorum for the transaction of business at any meeting of the Board shall exist when a majority of the Member Localities are represented by at least one member of the Board. Except as otherwise provided in these Bylaws, the affirmative vote of a quorum of the Board shall be necessary for any action taken by the Board. No vacancy in the membership of the Board shall impair the right of a quorum to exercise all the rights and perform all of the duties of the Board.

6.3 The affirmative vote of members of the Board representing two-thirds of the total number of members of the Board (a “**Supermajority**”) shall be required for the following actions of the Board:

- (i) sale or transfer of all or substantially all of the Authority assets;
- (ii) causing or permitting the Authority to incur any indebtedness for borrowed money in excess of \$50,000 over the term of such borrowing (taking in to account any permitted renewals or extensions thereof), except pursuant to a budget that has been approved by a Supermajority;

- (iii) causing or permitting the Authority to make any loan, capital expenditure, call or other contribution with respect to any security, asset, venture or investment project or item held or engaged in by the Authority, or any series of related loans, expenditures, calls or other contributions, except pursuant to a budget that has been approved by a Supermajority;
- (iv) causing or permitting the Authority to enter into any contract or agreement with a term in excess of one year, other than in the ordinary course of business, or involving payments by or to the Authority in excess of \$50,000 over the term of such contract or agreement (taking in to account any permitted renewals or extensions thereof), except pursuant to a budget that has been approved by a Supermajority;
- (v) making any distributions of Authority cash or other property, except as specifically provided in the RIFA Agreement, these Bylaws or any Participation Agreement; and
- (vi) issuance of any Bonds by the Authority.

6.4 No member of the Board present shall abstain from voting unless the member has a conflict of interest in the matter being voted upon. For the purposes of this paragraph, a “conflict of interest” shall exist when there is an actual conflict: (1) pursuant to COIA; or (2) pursuant to any applicable policy adopted by the Authority; or (3) as stated by the member unless objected to by a vote of a quorum of the Board.

6.5 Any two or more Board members representing two or more Member Localities may call a special meeting of the Board. Any such request for a special meeting shall be in writing, and the request shall specify the time and place of the meeting and the matters to be considered at the meeting. A reasonable effort shall be made to provide each member of the Board with notice of any special meeting. No matter not specified in the notice shall be considered at such special meeting unless all the members of the Board are present. Special meetings may be adjourned or continued, without further public notice, from day to day or from time to time or from place to place, not beyond the time fixed for the next regular meeting, until the business before the Board is completed.

Section 7

The Authority’s fiscal year shall be the same as the fiscal year of the Commonwealth of Virginia. The Board, within one hundred twenty (120) days following the close of the fiscal year, shall submit an annual report of the Authority’s activities of the preceding year to the governing body of each Member Locality. Each such report shall set forth a complete operating and financial statement covering the operation of the Authority during such year. The Authority’s books and records shall be kept in such form as the Auditor of Public Accounts prescribes, but otherwise shall correspond as nearly as possible to accounts and records maintained by corporate enterprises, all subject to and in accordance with Section 15.2-6413 of the Act.

**ARTICLE III
OFFICE OF AUTHORITY; TITLE TO PROPERTY**

The Board shall maintain the principal office of the Authority within a Member Locality. All records shall be kept at such office. The title to all property of every kind belonging to the Authority shall be titled to the Authority, which shall hold it for the benefit of the Member Localities.

**ARTICLE IV
AMENDMENT OF BYLAWS**

These Bylaws may be altered, amended or repealed only by an amendment, resolutions, or ordinance approved by the governing bodies of all Member Localities. No such amendment shall be inconsistent with the Act, the RIFA Agreement, or other applicable law, nor shall any such amendment reduce the rights, or modify the obligations of a Member Locality, for any previously approved Participation Agreement (as defined in the RIFA Agreement).

Adopted as of _____, 20____
for the Authority

By: _____
Name: _____
Title: Chair

Attest:

, Secretary

EVRIFA - Joining Fees

Chesapeake

Population	242,655
Initial Fee	\$ 2,500
Operating Fee	\$ 3,000
Total	\$ 5,500

Virginia Beach

Population	454,448
Initial Fee	\$ 2,500
Operating Fee	\$ 3,000
Total	\$ 5,500

Franklin

Population	8,474
Initial Fee	\$ 1,250
Operating Fee	\$ 1,500
Total	\$ 2,750

Isle of Wight County

Population	37,333
Initial Fee	\$ 1,250
Operating Fee	\$ 1,500
Total	\$ 2,750

Norfolk

Population	246,256
Initial Fee	\$ 2,500
Operating Fee	\$ 3,000
Total	\$ 5,500

Portsmouth

Population	95,440
Initial Fee	\$ 2,500
Operating Fee	\$ 3,000
Total	\$ 5,500

Southampton County

Population	18,119
Initial Fee	\$ 1,250
Operating Fee	\$ 1,500
Total	\$ 2,750

Suffolk

Population	92,533
Initial Fee	\$ 2,500
Operating Fee	\$ 3,000
Total	\$ 5,500

Initial Fee (Pop. < 50,000)	\$ 1,250
Initial Fee (Pop. > 50,000)	\$ 2,500
Operating Fee (Pop. <50,000)	\$ 1,500
Operating Fee (Pop. >50,000)	\$ 3,000
*Population from HRPDC Benchmarking 2018 Study	

Eastern Virginia Regional Industrial Facility Authority
("EVRIFA")
Frequently Asked Questions

1. What is a RIFA?

A Regional Industrial Facility Authority is a mechanism created by Virginia statute for localities located in the same region to cooperate in the development of facilities that will provide needed services to the region and which will generate revenue to be received by the Authority.

A RIFA may be used to develop, own, and operate facilities involving its member localities and is a vehicle through which to pursue regional projects enhancing the economic base for the member localities.

2. If my locality decides to participate in the membership of the Authority, does that mean that my locality has to participate in every facility project that the Authority decides to develop?

Just because a locality decides to be a member locality in the Authority, it does not have to participate in any of the projects if it does not want to participate.

3. What is my locality's obligation to fund a project if it decides not to participate in it? How am I assured of that?

There is no penalty for deciding not to participate in a project. The localities that do not participate are not required to contribute any funds to the projects in which they do not participate.

The ordinance that you are being asked to adopt only authorizes the creation of this Authority which is the group of localities who want to sit around the table and discuss regional development projects. Any participation in a future project requires the participating localities to negotiate amongst themselves a participation agreement which will detail the obligations of those localities who wish to participate in the project. The Authority Board participates in the discussion so even if a member locality does not participate in the project, their Board members have a say in the discussion.

4. If my locality is not required to participate in any projects, what is the benefit of joining the RIFA?

Localities that participate in the RIFA get the proverbial "seat at the table" to discuss opportunities for future regional projects. It is a mechanism to brainstorm on needs of the region and to see what resources may be pooled collectively to create facilities to meet those

needs. Some localities may have land available for development, others may not. Some may have capital to invest, but no land. It allows the free flow of collaboration and cooperation among localities. Participation also keeps a locality informed about potential projects and discussions with other participating localities and, importantly, involved in discussions with other localities who may want to join later.

5. If my locality participates in the RIFA, does my locality have to offer every development project that it wants to do to the RIFA? Is my locality prohibited from doing its own projects?

There is no obligation to contribute any development project to the RIFA and each locality retains the right to perform its own development projects at all times.

6. Each locality has their own assets and liabilities. By joining the RIFA, does my locality have to combine assets or take on liabilities of other localities?

Absolutely not. The Authority is its own separate entity. Localities are members of the entity. They contribute only the assets that they want to contribute and do not take on any liabilities of the Authority unless they participate in a participation agreement for a particular project.

7. Are GO Virginia and the RIFA synonymous?

No. GO Virginia is an initiative by Virginia's senior business leaders to foster private-sector growth and job creation through state incentives for regional collaboration by business, education, and government.

The 7 localities that are considering forming the EVRIFA applied for a grant from GO Virginia to explore an unmanned systems facility. The grant was awarded, but it can't be granted to any one individual locality because it was a joint application. The grant will be made from GO Virginia to the EVRIFA once it is formed. Just like any other grant provider, it has conditions attached to the grant funds only for the unmanned systems facility.

Because the current grant is being made to the RIFA that hasn't been created, part of the grant funds were paid to form the RIFA. Each member locality paid a share (not more than \$2,500) to meet the grant requirement for formation of the RIFA.

GO Virginia is just a funding source for grants.

GO Virginia does not control the EVRIFA.

Only those localities who decide to participate in the unmanned systems facility will be required to contribute any additional matching funds for the grant for architectural and design plans for the unmanned facility.

8. How do the governing bodies monitor what the Authority is doing?

Each member locality will appoint two members to the Authority Board, one of which is required to be an elected member of the locality's governing body.

Additionally, the Authority Board must submit an annual report of the authority's activities of the preceding year to the governing body of each member locality to include operating and financial statements. It is anticipated that the Economic Development offices of the Authority's member localities will collaborate on preparing the statements at the outset so that third party costs are not incurred.

9. What about reporting requirements to the Commonwealth?

Accounts and records of the Authority are required to be in the form prescribed by the Auditor of Public Accounts and are subject to audit under Virginia law. Although the audit is a cost of the Authority, the costs of any such reporting and auditing are anticipated to be allocated among the localities participating in the individually approved projects generating the receipts and disbursements. This requirement would be covered in the participation agreement.

10. What is the voting process?

The affirmative vote of a quorum, which exists when a majority of the member localities are represented by at least one board member, is required for most actions of the Board. For major actions, a supermajority is required.

11. Do all EVRIFA projects have to be funded partially or wholly through GO Virginia?

No. GO Virginia was selected for partially funding the unmanned systems facility, but the Authority does not have to use GO Virginia funding for all projects.

12. How would a member locality withdraw from EVRIFA?

As prescribed by statute, member localities may withdraw from the RIFA either upon dissolution of EVRIFA, or at any time with the majority approval of all other member localities, after making contractual provisions for the repayment of its portion of any debt incurred and any general dues (if any) for operation of the Authority for the current and succeeding fiscal year.

13. Are there other similar entities in Virginia?

Existing RIFAs

This list was identified by PHWD, primarily by Google or similar web searches.

Due to the State's documents being un-indexed and unavailable at the Library of Virginia, there is no way to confirm the accuracy of this list.

- 1) *Crossroads Regional Industrial Facility Authority (Counties of Bland & Wythe, Town of Wytheville)*
- 2) *Cumberland Industrial Facilities Authority (Counties of Tazewell, Russell and Buchanan)*
- 3) *Carroll, Grayson, Galax Regional Industrial Facility Authority*
- 4) *Danville-Pittsylvania Regional Industrial Facility Authority (City of Danville and County of Pittsylvania)*
- 5) *Lonesome Pine Regional Industrial Facility Authority (Counties of Lee, Scott, Wise & Dickenson)*
- 6) *Smyth-Washington Regional Industrial Facility Authority (Counties of Smyth & Washington)*
- 7) *Staunton River Regional Industrial Facility Authority (Pittsylvania County; Towns of Hurt & Altavista, City of Danville, and Southern Virginia Multimodal Park, a North Carolina limited liability company)*
- 8) *Virginia Lakeside Commerce Park (Towns of Chase City & Clarksville, County of Mecklenburg)*
- 9) *Virginia's First Regional Industrial Facility Authority (Counties of Pulaski, Montgomery, Giles, Roanoke, Bland, Wythe & Craig; Towns of Pulaski, Dublin, Christiansburg & Pearisburg, Cities of Roanoke & Radford) – notes it was Virginia's first RIFA Sept 1, 1998; unable to locate a different name*
- 10) *Virginia Heartland Regional Industrial Facility Authority (Counties of Amelia, Brunswick, Charlotte, Cumberland, Lunenburg & Prince Edward)*
- 11) *Western Virginia Regional Industrial Facility Authority (Counties of Botetourt, Franklin, Roanoke, Cities of Roanoke & Salem; Town of Vinton)*



*Office of the City Manager
Amanda C. Jarratt*

January 8, 2020

To: Franklin City Council

From: Amanda C. Jarratt, City Manager

Reference: Courthouse Update

Background

Southampton County Courthouse

Mr. Johnson indicated that he is waiting on score sheets from the newly seated Board of Supervisors prior to scheduling a meeting with the negotiating team consisting of Councilman Cutchins, Dr. Edwards, Mr. Johnson, and myself.

City of Franklin Courthouse

I am in the process of scheduling an interview date with Enteros.

Needed Action

None at this time.



Office of the City Manager
Amanda C. Jarratt

January 8, 2020

To: Franklin City Council

From: Amanda C. Jarratt, City Manager

Reference: City Manager's Report

General Updates

- We continue to communicate with Verizon about the status of the cell tower and when it will become operational.
- Hayden Village Center received a temporary Certificate of Occupancy allowing them to begin to utilize the facility.
- The Charles Street Gym in Franklin has been recognized for its lasting value by the Department of Historic Resources and included as one of 16 places to merit listing on the Virginia Landmark Register in 2019. The approval came during a quarterly meeting on Dec. 12 in Richmond.
- In 2020 there will be four Amnesty Weeks. They are as follows:
 - First Quarter: February 3, 2020 - February 7, 2020.
 - Second Quarter: April 6, 2020 - April 10, 2020
 - Third Quarter: August 10, 2020 - August 14, 2020
 - Fourth Quarter: November 2, 2020 - November 6, 2020
- There has been some question recently as to when taxes are due. Please note the following dates:
 - Business Personal Property: Feb 15
 - Business License: March 1
 - State Income Taxes: May 1
 - Tax relief for the Elderly: Aug 1
 - Real estate taxes: Dec 5 & June 5
 - Personal Property Taxes: Dec 5
 - Meals and Lodging Taxes: 20th of each month
 - Cigarette Tax: When stamps are purchased
- City operations will be closed Friday January 17th and Monday January 20th in observation of Lee Jackson Day and Martin Luther King Day. Friday's trash route will be picked up on Tuesday, January 21, 2020 with Tuesday's route. Monday's Route will be picked up on Wednesday, January 22, 2020 with Wednesday's route.

Community Events

- The Tidewater News in conjunction with Franklin Southampton Economic Development, Inc. are hosting a Job Fair on January 22nd from 3:00 p.m. – 7:00 p.m. at the Workforce Development Center.
- Partners in Progress is scheduled for March 17, 2020 7:30 a.m. – 9:00 a.m. at the Main Event. Please call 757-562-1958 to RSVP.
- The Franklin Experience has planned a Lumber Jack Festival scheduled for May 9, 2020.
- National Night Out is scheduled for August 4, 2020 at Armory Field. If you are interested in participating or being a part of the planning committee please e-mail nno@franklinpolice.org.