

At a regular meeting of the Cumberland County Board of Supervisors held at 7:00 p.m. on the 12<sup>th</sup> day of December, 2006, at the Cumberland County Circuit Court Room:

Present: W. F. Osl, Jr., Chairman, District 1  
Clifton C. White, District 2  
Van Petty, District 3  
Elbert Womack, District 4  
Robert Oertel, District 5  
Howard Estes, County Attorney  
Judy Ownby, County Administrator  
Jill Matthews, Assistant County Administrator

The Chairman called the meeting to order and the County Administrator called the roll.

The invocation was led by Rev. Dargan B. Lucas and the Pledge of Allegiance was led by the Chairman.

### **1. Approval of Agenda**

On a motion by Mr. Osl and carried, the board amended the agenda as follows:

- 5. Assistant Administrator
  - b) Baseball Tomorrow Funds Resolution
  
- 6. County Administrator's Report
  - b) Appointments
    - 2) BZA – recommendation to Circuit Court Judge for reappointment of A. Quinton Parker
  
- 11. Additional Information
  - County Administration recognized for Walk for Education participation
  - Letter of recognition – Louis Agee for obtaining Eagle Scout badge

Vote: Mr. Osl – aye Mr. White – aye  
Mr. Petty – aye Mr. Womack – aye  
Mr. Oertel – aye

### **2. VDoT – Mark McKissick, Resident Engineer**

Poor House Road – discuss taking into State system.  
Mr. McKissick informed the Board that the Poor House Road extension was not in the state system. The portion of the road in question falls under the jurisdiction of the Department of Forestry.

### **3. Public Hearings**

a) Financing Resolution

The Chairman opened the public hearing. Three citizens were signed up to speak regarding their concerns on the school and it's financing.  
The Chairman closed the public hearing.

On a motion by Mr. Oertel and carried, the Board adopted the following resolution:

**WHEREAS**, the Board of Supervisors (the "Board") of Cumberland County, Virginia (the "County") desires to obtain and approve the receipt of financing for all or a portion of the costs of infrastructure improvements including the acquisition, construction, renovation, and equipping of capital facilities and projects for a combined middle school and high school, renovations to the elementary school, expansions and improvements to water and sewer facilities, together with related costs and expenses (the "Project"), and hereby requests the Cumberland County School Board (the "School Board") to assist in the financing of the Project and the issuance by the County of its Public Facility Lease Revenue Notes (whether issued in one or more series, referred to herein as, the "Note") in order to effectuate the foregoing;

**WHEREAS**, the County has applied to the Virginia Municipal League / Virginia Association of Counties Commercial Paper Finance Program (the "Program") for the purchase of the Note by the Industrial Development Authority of the County of Stafford and the City of Staunton, Virginia, a political subdivision duly organized and existing under the Constitution and laws of the Commonwealth of Virginia (the "Joint IDA"), with proceeds made available from revenue bonds issued by the Joint IDA (the "Joint IDA's Bonds") pursuant to the Program;

**WHEREAS**, the financing of the Project and the issuance of the Note will be undertaken in accordance with the following documents (collectively, the "Documents"):

- (a) a Loan Agreement (the "Loan Agreement") between the Joint IDA and the County (the "Loan Agreement"), including a form of the Note;
- (b) a Prime Lease (the "Prime Lease") between the County and the School Board, conveying to the County, among other things, a leasehold interest in certain real property and improvements, including all or a portion of the property on which the Project will be located (the "Property");
- (c) a Lease Agreement (the "Lease Agreement") between the School Board and the County, conveying, among other things, a leasehold interest in the Property (including the Project) back to the School Board and said Lease Agreement to be further acknowledged, consented and agreed by the School Board;
- (d) an Assignment Agreement (the "Assignment Agreement") from the County to the trustee for the Joint IDA, assigning certain rights of the County under the Prime Lease and the Lease Agreement to such trustee;

**WHEREAS**, the Note shall be payable solely from and secured by a pledge of lease payments made by the School Board under the Lease Agreement and the County's rights under the Documents, which will be assigned by the County pursuant to the

Assignment Agreement. The obligation of the School Board to make lease payments under the Lease Agreement shall be subject to annual appropriations by the Board, which is under no legal obligation to make such appropriations. Neither the Lease Agreement nor the Note will constitute a debt of the Commonwealth of Virginia or any political subdivision thereof, including the County and the School Board, or a pledge of the faith and credit or taxing power of the Commonwealth of Virginia, the County or the School Board.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF SUPERVISORS OF CUMBERLAND COUNTY, VIRGINIA:**

1. The leasing arrangement with the School Board to accomplish the financing of the Project for the benefit of the County is hereby approved. The County hereby requests the assistance of the School Board to accomplish the financing of the Project in accordance with the terms and conditions set forth herein and specifically for the School Board to acknowledge, consent and agree to the Lease Agreement.

2. The Project is hereby declared to be essential to the efficient operation of the County, and the Board states that Project is, and is anticipated to continue to be, essential to the operation of the County during the term of the Lease Agreement. The Board, while recognizing that it is not empowered to make any binding commitment to make appropriations beyond the current fiscal year, hereby states its intent to make annual appropriations in future fiscal years in amounts sufficient to make all payments under the Lease Agreement and hereby recommends that future Boards do likewise during the term of the Lease Agreement.

3. Each of the County Administrator and the Chairman of the Board (each, an "Authorized Representative"), is hereby authorized and directed to execute the Documents, with such completions, omissions, insertions and changes not inconsistent with this Resolution as may be approved by an Authorized Representative, his or her execution to constitute conclusive evidence of approval of any such completions, omissions, insertions and changes. Each Authorized Representative is also authorized to cause such of the Documents as are necessary to be recorded in the Clerk's Office of the Circuit Court of Cumberland County.

4. The Note shall be issued to the Joint IDA, in one or more series, on such date or dates and on terms as shall be satisfactory to an Authorized Representative and the County; provided, however, that the Note (a) shall have an aggregate principal amount not to exceed \$25,000,000, (b) shall mature no later than June 30, 2008, and (c) shall bear interest on the outstanding principal balance thereof at an initial rate of interest determined in a manner approved by an Authorized Representative, with such rate to be adjusted periodically in accordance with the terms and conditions of the Loan Agreement and the documents prepared in connection with the issuance of the Joint IDA's Bonds, and shall accrue certain other ongoing costs and expenses upon the terms and conditions described in the Loan Agreement. Subject to the preceding terms, the Board of Supervisors further authorizes any Authorized Representative to (a) determine the final principal amount of the Note and (b) to establish the maturity date and the principal amortization schedule (including the principal installment dates and amounts) for the Note in such manner as such Authorized Representative shall determine to be in the best interest of the County. The approval by an Authorized Representative of the final terms, purchase price, initial interest rate, interest rate adjustment provisions, maturity date

and amortization schedule of the Note shall be evidenced by the execution and delivery of the Lease Agreement, and no further action shall be necessary on the part of the County. The County acknowledges that the Lease Agreement will further require the County to pay, on a subject to appropriation basis, certain Program expenses associated with the Note and the Loan Agreement, together with any applicable late payment or similar costs and expenses described therein. The principal of and premium, if any, and interest on the Note shall be payable in lawful money of the United States of America.

5. The County covenants that it shall not take or omit to take any action the taking or omission of which shall cause the Note to be an “arbitrage bond” within the meaning of Section 148 of the Internal Revenue Code of 1986, as amended (the “Code”), and regulations thereunder, or otherwise cause interest on the Note to be includable in the gross income for Federal income tax purposes of the registered owners thereof under existing law. Without limiting the generality of the foregoing, the County shall comply with any provision of law that may require the County at any time to rebate to the United States of America any part of the earnings derived from the investment of the gross proceeds of the Note. The County shall pay from its legally available general funds any amount required to be rebated to the United States of America pursuant to the Code.

6. Each Authorized Representative and such other officers of the County as are requested are hereby authorized and directed to execute, deliver and file all certificates and documents and to take all such further action as they may consider necessary or desirable in connection with the issuance and sale of the Note and the execution and delivery of the Documents, including without limitation (a) execution and delivery of a tax and non-arbitrage certificate setting forth, among other things, the expected use and investment of the proceeds of the Note to show that such expected use and investment will not violate the provisions of Section 148 of the Internal Revenue Code of 1986, as amended (the “Code”), and regulations thereunder, applicable to “arbitrage bonds,” (b) making any elections that such officers deem desirable regarding any provision requiring rebate to the United States of “arbitrage profits” earned on investment of proceeds of the Note, (c) providing for the County to pay any such rebate amount, (d) filing Internal Revenue Service Form 8038-G, (e) the execution and delivery of a bank qualification allocation agreement, and (f) the execution of such other agreements or certificates as may be necessary to effectuate the issuance of the Note and compliance with any continuing disclosure requirements, and to take all such further action as they may consider necessary or desirable in connection with the issuance and sale of the Note, the establishment of reserves therefore, and the undertaking of the Project. The foregoing shall be subject to the advice, approval and direction of Woods Rogers PLC, as bond counsel.

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

8. All costs and expenses in connection with the undertaking of the Project and the issuance of the Note, including the County’s fees and expenses and the fees and expenses of the County Attorney serving as bond counsel shall be paid from the proceeds of the Note or legally available funds of the County. If for any reason the Note is not issued, it is understood that all such expenses shall be paid by the County.

9. All other acts of an Authorized Representative and other officers of the County that are in conformity with the purposes and intent of this Resolution and in furtherance of the issuance and sale of the Note and the undertaking of the Project are hereby approved and ratified.

10. To the extent applicable and necessary, in adopting this Resolution the Board intends to evidence its "official intent" to reimburse Project expenditures with proceeds received from the issuance of the Note within the meaning of Treasury Regulations Section 1.150-2 promulgated by the Internal Revenue Service pursuant to Code, to the fullest extent such expenditures are reimbursable under the Code and as consistent with its Reimbursement Resolution of August 28, 2006.

BE IT RESOLVED BY THE BOARD OF SUPERVISORS that this Resolution is hereby effective immediately.

Vote: Mr. Osl – aye Mr. White – aye  
Mr. Petty – aye Mr. Womack – aye  
Mr. Oertel – aye

b) Revision to Tire Ordinance

The Assistant County Administrator reviewed the proposed ordinance change before the Chairman opened the public hearing. There were no speakers so the Chairman closed the public hearing.

On a motion by Mr. White and carried, the Board adopted the following ordinance:

**Sec. 50-33. Tires**

(a) Persons who are residents of the county shall be charged the following fees for the disposal of tires at the county landfill/collection centers:

One standard passenger car or light-truck tire.....	No charge
(2) Two or more standard passenger car or light-truck tires.....	\$ 1.00 / tire
Per large truck tire (tractor trailer/dump truck).....	\$ 5.00
Per off-road heavy equipment tire.....	\$ 25.00
Per tractor tire (rear).....	\$ 25.00
Added per tire on the rim.....	\$ 5.00

(b) Nonresidents of the county shall not be allowed to dispose of tires at the county's landfill/collection centers.

Vote:            Mr. Osl – aye            Mr. White – aye  
                      Mr. Petty – aye        Mr. Womack – aye  
                      Mr. Oertel – aye

#### 4. Department / Agencies

- a) Danny Fore – CRC  
Mr. Fore summarized the activities of the Commonwealth Regional Council over the last nine months. A copy of the full report can be found in the official Board minutes.
- b) Emergency Services Committee report – Kevin Ingle  
Mr. Ingle reported that a grant with a \$19,000 match had been awarded assist with the county-wide communications project.  
Kelly Hale has completed a grant application for vehicles and extrication equipment.  
Mr. Ingle pointed out that there was grant money available for 911 call centers to possibly assist in the Flippen building renovations.
- c) Jerry Giles – water report; LEPC report; water & sewer advisory committee report  
  
Removed from agenda - Mr. Giles was not present

#### 5. Assistant County Administrator/Finance & Human Resources

- a) Mrs. Matthews reviewed the monthly budget report. There were no questions from the Board.
- b) Baseball Tomorrow Fund Resolution

On a motion by Mr. Womack and carried, the board adopted the following resolution:

**WHEREAS**, the Board of Supervisors of the County of Cumberland believes that it is critical to develop adequate quantity and quality of recreational facilities for county citizens; and

**WHEREAS**, these facilities are especially needed for the young people of our county; and

**WHEREAS**, competition for athletic fields currently limits the number of participants on Cumberland Youth League teams, and

**WHEREAS**, the County's one baseball and one softball field are inadequate for current participants and prevent added participants, and

**WHEREAS**, the County has purchased land, has committed approximately \$100,000 in the current Capital Improvements Plan, and has committed to more funds in future budgets for the construction of new fields;

**NOW THEREFORE, BE IT RESOLVED**, that the Board of Supervisors of the County of Cumberland, Virginia, supports application to the Baseball Tomorrow Fund for \$50,000 to be applied to a new baseball and softball field for the county and asks that the Baseball Tomorrow Fund give all due consideration to this request.

Vote:	Mr. Osl – aye	Mr. White – aye
	Mr. Petty – aye	Mr. Womack – aye
	Mr. Oertel – aye	

**6. County Administrator's Report**

a) Consent Agenda

On a motion by Van Petty and carried, the Board approved the following items in the consent agenda as presented:

- 1) Approved minutes for November 2006.
- 2) Approved bills for December 2006 totaling \$139,844.69 and ratified bills for November 2006 of warrants totaling \$374,268.35 with check numbers ranging from 49264 to 49520 and Direct Deposit totaling \$118,374.75.

Vote:	Mr. Osl – aye	Mr. White – aye
	Mr. Petty – aye	Mr. Womack – aye
	Mrs. Ross – aye	

b) Appointments

- 1) The Board approved the appointment of Mr. Oertel to HOPE as replacement for Mrs. Ross. HOPE meetings are held on the 4<sup>th</sup> Monday of each month at 7:00 p.m.

**7. County Attorney's Report**

A public hearing was set for the January 3, 2007 Board meeting on the revised Solid Waste Management Plan.

**8. Board Member Comments**

Mr. White pointed out that the efforts of the County maintenance staff had saved the County thousands of dollars on the Flippens Building renovations. Mr. White said that he hoped that the County would be able to hold a ribbon cutting ceremony at the facility during the Patriot's Day celebration.

Mr. Womack wished everyone a Merry Christmas and a Happy New Year.

Mr. Osl announced the upcoming Summit on the Rural Community to be held at the Bear Creek Lake convention center on January 11, 2007. The summit will be sponsored by Virginia Tech and Farm Bureau.

Mr. Oertel wished to recognize Louis Agee for obtaining the rank of Eagle Scout.

Mr. Petty reminded everyone that Meals On Wheels is seeking donations and the Clothes Closet program is run strictly by volunteers.

## **9. Public Comments**

The Chairman opened the meeting for public comment. Three citizens spoke; two with concerns regarding the proposed landfill and one upset with the demolition of buildings in the old high/middle school complex.

Mr. Osl stated that he was also concerned about saving school buildings and that an engineer had been hired to evaluate the buildings. The engineers findings suggested that the two-story main building would be too costly to renovate and not worth saving. Mr. Osl stated that the cost to move the log cabin building to County owned property would cost an estimated \$50,000 - \$60,000.

Mr. Osl also addressed comments and concerns about the financial status of the County.

Anita French, Commissioner of Revenue, informed the Board that her office will have the new DMV service on line May 21, 2007.

## **11. Additional Information**

The County Administration was recognized by the Cumberland County Public Schools Foundation, Inc. as having the most donors for the 2006 Walk for Education.

The Board unanimously approved a letter of recognition to Louis Agee for obtaining the Eagle Scout badge.

The Chairman adjourned the meeting until the regular meeting to be held on January 3, 2007 at 7:00 p.m. in the Cumberland Courthouse.

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Chairman

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County Administrator