

MINUTES
BOARD OF SUPERVISORS
COUNTY OF YORK

Regular Meeting
September 6, 2016

6:00 p.m.

Meeting Convened. A Regular Meeting of the York County Board of Supervisors was called to order at 6:01 p.m., Tuesday, September 6, 2016, in the East Room, York Hall, by Chairman Jeffrey D. Wassmer.

Attendance. The following members of the Board of Supervisors were present: Walter C. Zarembo, Sheila S. Noll, W. Chad Green, Jeffrey D. Wassmer, and Thomas G. Shepperd, Jr.

Also in attendance were Neil A. Morgan, County Administrator; J. Mark Carter, Deputy County Administrator; Vivian A. Calkins-McGettigan, Deputy County Administrator; and James E. Barnett, County Attorney.

Chairman Wassmer thanked the County staff for the emergency response leading up to the hurricane that never came over the weekend, stating how much the Board appreciated their hard work. He also congratulated the school system for the startup of a new year.

WORK SESSION

ANNUAL REGIONAL ECONOMIC UPDATE

Mr. Greg Grootendorst, Chief Economist with the Hampton Roads Planning District Commission, briefed the Board of Supervisors with an update on the economic status of the Hampton Roads region. He discussed Hampton Roads' gross product and employment decline and recovery, stating since the recession everything continued to be fairly static. Hampton Roads was not seeing gains in construction, and local government had been hit hard. He then reviewed housing prices in Hampton Roads vs. the state and the nation, stating there had been a slow increase over the last few years. Population growth in Hampton Roads has been steady since 1960 with only one year of decline during the entire period. York County's population has grown greater in comparison to Hampton Roads, Virginia, or the nation. Mr. Grootendorst next spoke concerning retail employment in the region, noting since the recession retail employment has remained level, yet the nation's share has continued to decline. York County has seen an increase in accommodation and food services jobs, while construction jobs declined, but not as much as other Hampton Roads localities. Defense contracts actually went up during the recession, bolstering the economy, but now they are on the decline in Hampton Roads. The number of military personnel in Hampton Roads continues to decline, losing 26,200 in the last ten years and 58,800 since 1969. The number of government jobs has remained static since 1969, yet private employment continued to rise until the recession, and it has still not returned to pre-recession levels. Mr. Grootendorst then reviewed what he saw as good and bad factors in the coming years:

The Good:

- Federal budget is consistent
- Consumer spending is relatively strong

The Bad:

- Continued Fiscal Constraints in Washington
- Dollar is high

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- Low energy prices
- Low interest rates
- Moderate but sustained growth at the National Level
- Tourism
- Tourism impacts
- Factory activity
- Business investment
- Unrest abroad
- Slow growth outside of the U.S.

Discussion followed regarding the state deficit. It was noted that Virginia did not tax all services, and it has some high tax rates with big loopholes which impacts the increase in revenue.

LEGISLATIVE PRIORITIES FOLLOW-UP

Mr. Morgan reviewed the 2017 Legislative Priorities set by the Board:

Meals Tax Parity with Cities and Towns

Support for Public Schools

Interstate 64 Widening to Richmond

AirBnB Regulations

He then briefly reviewed the 2017 Legislative Positions:

No unfunded local mandates or local “aid to the Commonwealth”

Support for Virginia Tourism Industry

Transient Occupancy Tax Calculation

Equivalent Revenue Options

Virginia Juvenile Community Crime Control Act Funding

Public Notices for Public Hearings and Procurements

Mr. Morgan noted when the Board approved the priorities list, staff was asked to follow up on actions taken. He stated staff had provided each Board member with business cards with the priorities on the back to give out when the opportunity arose. Regarding the Meals Tax Initiative, Chairman Wassmer has discussed it with Senator Norment, his counterparts in other jurisdictions, and the School Board Chairman. He noted he had met with the VACo Finance Committee, and letters had been sent out to all Board Chairmen and County Administrators, as well as to the Peninsula, York County, and Greater Williamsburg Chambers of Commerce. Mr. Morgan noted staff had also been requested to communicate York’s position with their professional organizations and colleagues. He noted potential contact initiatives would be:

WADMC re: AirBnB – Mr. Zaremba

VACo Transportation Committee re: I-64 widening – Mrs. Noll

York County Chamber of Commerce re: Meals Tax; Support for Public Schools, and AirBnb – Mr. Green

Peninsula and Hampton Roads Mayors and Chairs and the Historic Triangle Collaborative re: all priorities – Chairman Wassmer

HRTPO and Virginia Association of Planning District Commissions re: all priorities – Mr.

Shepperd

Mrs. Noll asked if the Board members were willing to meet with individual legislators this year as they did last year.

Chairman Wassmer noted he had already met with several delegates.

Mr. Morgan stated staff felt it was a great idea.

Mr. Shepperd stated he felt the meetings should be set up as soon as possible.

Mr. Morgan noted staff had been talking with the VACo Finance Committee regarding the Meals Tax, and at the fall conference there would be additional opportunities to engage others on that issue. He stated the staff would continue to look for other opportunities.

Mr. Shepperd indicated he wished to cover what the Transportation Planning Organization (TPO) and the Hampton Roads Planning District Commission (HRPDC) put forward as their legislative priorities. He stated the Hampton Roads delegation was invited to the TPO meeting, and about 15 of them showed up. One of the priorities was the widening of I-64 from Newport News to Richmond, and he spoke of the challenges being faced. He spoke of the port, stating 62 percent of the traffic leaving the port goes by trucks traveling on I-64. The Panama Canal has already been widened, and container ships with much greater cargo capacity will be coming through the Canal. Hampton Roads has the only port on the east coast that can accommodate them, so I-64 needed to be widened as soon as possible. Mr. Shepperd spoke of high speed passenger rail and AirBnB as being other priorities on the list. Regarding AirBnB, he indicated it was not the law right now, but the General Assembly has a study going on, and it was one item the delegation would be fighting for. He noted there were a lot of places AirBnB would work and have value, but it was also going to kill the big tourism areas in Hampton Roads. Virginia Beach just instituted a \$1,000 fine if taxes were not paid on AirBnB sales. Mr. Shepperd also spoke of the George Coleman Bridge, stating there was an unfair toll taking place.

CONSENT CALENDAR

Mrs. Noll moved that the Consent Calendar be approved as submitted, Item Nos. 1, 2, and 3.

On roll call the vote was:

Yea: (5) Zaremba, Noll, Green, Shepperd, Wassmer

Nay: (0)

Thereupon, the following minutes were approved and resolutions adopted:

Item No. 1. APPROVAL OF MINUTES

The minutes of the August 2, 2016, Regular Meeting of the York County Board of Supervisors were approved.

Item No. 2. TERM CORRECTION FOR COLONIAL GROUP HOME COMMISSION APPOINTMENT: Resolution R16-102

A RESOLUTION TO CORRECT THE TERM OF APPOINTMENT FOR STEPHEN P. KOPCZYNSKI AS A YORK COUNTY GOVERNMENTAL REPRESENTATIVE TO THE COLONAL GROUP HOME

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COMMISSION

WHEREAS, Resolution R16-24 was adopted by the Board of Supervisors on February 16, 2016, reappointing Stephen P. Kopczynski to the Colonial Group Commission for a four-year term; and

WHEREAS, the resolution incorrectly stated the term to be from March 1, 2016, to February 28, 2019, which was only three years;

NOW, THEREFORE, BE IT RESOLVED by the York County Board of Supervisors this 6th day of September, 2016, that the term of Stephen P. Kopczynski to the Colonial Group Home Commission be, and it is hereby, corrected to begin March 1, 2016, and expire February 28, 2020.

Item No. 3. CANCELLATION OF THE OCTOBER 18 REGULAR MEETING OF THE YORK COUNTY BOARD OF SUPERVISORS: Resolution R16-103

A RESOLUTION TO CHANGE THE MEETING PLACE OF THE OCTOBER 4, 2016, REGULAR MEETING OF THE YORK COUNTY BOARD OF SUPERVISORS, AND TO PROVIDE FOR THE CANCELLATION OF THE REGULAR MEETING SCHEDULED FOR OCTOBER 18, 2016

WHEREAS, a Regular Meeting of the York County Board of Supervisors is scheduled for October 18, 2016; and

WHEREAS, the delegation from the City of Zweibrücken, Germany, is scheduled to be visiting Yorktown during the week of October 16-22, 2016; and

WHEREAS, October 19 is Yorktown Day, and on the evening of October 18 the Yorktown Day dinner will be held; and

WHEREAS, in order to host the Zweibrücken Delegation during their visit and attend the Yorktown Day functions, the Board finds it necessary to cancel the October 18, 2016, Regular Meeting; and

WHEREAS, in order to accommodate any public hearing that might need to be scheduled for October and receive public comments thereon, the Board also finds it necessary to change the meeting place for the October 4 Regular Meeting from the East Room of York Hall to the Board Room of York Hall to accommodate individuals attending the public hearings and making presentations; and

WHEREAS, Section 15.2-1416 of the Code of Virginia permits the governing body to change its date, time, or place of meeting, provided that it adopts an appropriate resolution and properly posts and advertises said resolution;

NOW, THEREFORE, BE IT RESOLVED by the York County Board of Supervisors this 6th day of September, 2016, that the Regular Meeting of the York County Board of Supervisors scheduled to be held Tuesday, October 18, 2016, be, and it is hereby, canceled.

BE IT FURTHER RESOLVED that the meeting place for the October 4, 2016, Regular Meeting of the Board of Supervisors be changed from the East Room in York Hall, 301 Main Street, to the Board Room in York Hall, at 6:00 p.m.

BE IT STILL FURTHER RESOLVED that the County Administrator be, and he is hereby, directed to post and advertise this resolution in accordance with Section 15.2-1416 of the Code

of Virginia.

NEW BUSINESS

AMENDMENTS TO THE MIDDLE PENINSULA JUVENILE DETENTION COMMISSION SERVICE AGREEMENT

Mrs. McGettigan explained the purpose of the resolutions for the two issues for amendment to the Middle Peninsula Juvenile Detention Commission Service agreement. One proposed amendment would allow a rolling five-year average of member utilization for purposes of budgeting, thus greatly reducing uncertainty in any given year. The second proposed amendment would establish a separate maintenance and replacement fund which would be shared equally among the 18 member localities. She explained that in order for the amendments to take place, all member jurisdictions had to approve them.

Mr. Shepperd indicated he had an issue with the maintenance fund. He did not feel a community of 20,000 should have to pay as much as a community of 60,000.

Mr. Morgan stated the first amendment made budgeting simpler by evening out costs. He stated even the smaller communities could see the value of it in having a place to take these kids when necessary.

Mr. Shepperd stated the problem was funding. It sounded good for York County, but not everyone. He stated it should be based on population.

Mrs. McGettigan noted the other 17 jurisdictions had approved the two proposals.

Mr. Morgan stated it was good that the Commission was looking at how to deal with future issues, noting it was tough to have 18 partners.

Mrs. Noll then moved the adoption of proposed Resolution R16-108 that reads:

A RESOLUTION TO AUTHORIZE THE COUNTY ADMINISTRATOR
TO EXECUTE AN AMENDMENT RELATING TO CHANGES IN
PAYMENT TERMS TO THE CURRENT COOPERATIVE SERVICES
AGREEMENT WITH THE MIDDLE PENINSULA JUVENILE DE-
TENTION COMMISSION

WHEREAS, the Middle Peninsula Juvenile Detention Commission (MPJDC) has proposed a change to the Service Agreement effective December 12, 1994, to establish each member jurisdiction's annual charge for the subsequent year's budget based on a ratio of usage of space in the Detention Center during the preceding five fiscal years as a percentage of the aggregate usage of space by all member jurisdiction during the same five years; and

WHEREAS, the MPJDC has proposed a change in payment terms for member contributions to quarterly from monthly; and

WHEREAS, the MPJDC has proposed that if any amount owed by any member jurisdiction based on usage is below \$2,500 that a minimum charge of \$2,500 be assessed to cover general and administrative expenses costs; and

WHEREAS, these changes have been discussed and approved by the Middle Peninsula Juvenile Detention Commission; and

WHEREAS, the governing bodies of the 18 member jurisdictions must approve the amendment before the changes in terms can take effect;

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NOW, THEREFORE, BE IT RESOLVED by the York County Board of Supervisors this 6th day of September, 2016, that, in concurrence with the other members of the Middle Peninsula Juvenile Detention Commission, sections 3.7 and 4.1 of the Service Agreement are amended and readopted as follows:

Section 3.7 Annual Budget.

The Commission shall provide to each Member Jurisdiction on or before each January 1 the Commission's Annual Budget for the next Fiscal Year including any proposed capital projects. Beginning with the budget for Fiscal Year 2018, and in each Fiscal Year thereafter, the Commission shall establish each Member Jurisdiction's annual charge for the Fiscal Year based on the ratio of such Member Jurisdiction's usage of space in the Detention Center during the preceding five Fiscal Years to the aggregate usage of space by all Member Jurisdictions during the same five Fiscal Years.

Section 4.1 Payments from Member Jurisdictions.

- (a) Each Member Jurisdiction agrees to pay the Commission its annual charge for each Fiscal Year based on usage as determined by the method prescribed in Section 3.7.
- (b) One fourth of the annual charges due from Member Jurisdictions shall be invoiced quarterly by the Commission not later than the first day of the quarter. Such charges shall be due and payable to the Commission no later than 30 days from the date of the invoice, and if not paid when due shall bear interest at the rate set forth in Section 2.2-4352 of the Code of Virginia unless otherwise provided by law.
- (c) If the amount owed by any Member Jurisdiction based on the usage calculation in Section 3.7 is below \$2,500, for any Fiscal Year, such Member Jurisdiction shall pay the Commission a minimum charge for such Fiscal Year of \$2,500 to cover general and administrative expenses.

BE IT FURTHER RESOLVED that the County Administrator is hereby authorized to execute such documents as may be required to so amend the Service Agreement.

On roll call the vote was:

Yea: (5) Noll, Green, Shepperd, Zaremba, Wassmer
Nay: (0)

Mr. Shepperd then moved the adoption of proposed Resolution R16-109 that reads:

A RESOLUTION TO AUTHORIZE THE COUNTY ADMINISTRATOR TO EXECUTE AN AMENDMENT RELATING TO A CHANGE TO THE CURRENT COOPERATIVE SERVICES AGREEMENT WITH THE MIDDLE PENINSULA JUVENILE DETENTION COMMISSION TO PROVIDE FOR THE ESTABLISHMENT OF A MAINTENANCE AND REPLACEMENT FUND

WHEREAS, the Middle Peninsula Juvenile Detention Commission (MPJDC) has proposed to amend the Service Agreement effective December 12, 1994, to establish a maintenance and replacement fund that will provide a mechanism to accumulate funds for the cost of the upkeep of the facility; and

WHEREAS, the MPJDC has proposed that should funding for a maintenance and replacement fund be approved during the budget process that the amount shall be divided

equally among all member jurisdictions and invoiced with the first billing in each fiscal year; and

WHEREAS, these changes have been discussed and approved by the MPJDC; and

WHEREAS, the governing bodies of the eighteen member jurisdictions must approve the amendment before the change in terms can take effect;

NOW, THEREFORE, BE IT RESOLVED by the York County Board of Supervisors this 6th day of September, 2016, that, in concurrence with the other members of the Middle Peninsula Juvenile Detention Commission, the Service Agreement is hereby amended by adding a Section 4.1:1, as follows:

Section 4.1:1. Maintenance and Replacement Reserve.

Notwithstanding any other provision of this Agreement, the Commission may, as part of any annual budget, set an amount to be held in a Maintenance and Replacement Fund, which will be in addition to any usage charges and will be divided equally among all Member Jurisdictions and invoiced with the first billing to them in each fiscal year.

BE IT FURTHER RESOLVED that the County Administrator is hereby authorized to execute such documents as may be required to so amend the Service Agreement.

On roll call the vote was:

Yea: (5) Green, Shepperd, Zaremba, Noll, Wassmer
Nay: (0)

REFUNDING OF SEWER REVENUE BONDS

Mrs. Noll moved the adoption of proposed Resolution R16-107 that reads:

A RESOLUTION TO AUTHORIZE AND APPROVE THE ISSUANCE, AWARD AND SALE OF SEWER SYSTEM REVENUE REFUNDING BONDS OF THE COUNTY OF YORK, VIRGINIA, AND SETTING FORTH THE FORM, DETAILS AND PROVISIONS FOR THE PAYMENT THEREOF

WHEREAS, the Board of Supervisors (the "Board") of the County of York, Virginia (the "County") has determined that it is necessary and desirable to issue Sewer System Revenue Refunding Bonds (collectively, the "Bond"), and to use the proceeds thereof, along with other available funds, if any (i) to refund a portion of or all of one or more outstanding Sewer System Revenue Bonds of the County (collectively, the "Prior Bonds") and (ii) to pay the costs of issuance of the Bond (collectively, the "Plan of Refunding"); and

WHEREAS, the County has applied to the Virginia Resources Authority ("VRA") for the purchase of the Bond, and VRA has indicated its willingness to purchase such Bond from the proceeds of one or more series of its Infrastructure and State Moral Obligation Revenue Bonds (Virginia Pooled Financing Program), Series 2016C (collectively, the "VRA Bonds"), in accordance with the terms of a Local Bond Sale and Financing Agreement to be dated as of September 22, 2016 (the "Financing Agreement"), between VRA and the County, or such other financing agreement that may be entered into in connection with a separate series of the Bonds; and

WHEREAS, the Financing Agreement is expected to provide that the County will select

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the Prior Bonds to be refunded if the refunding of such bonds achieves an aggregate net present value debt service savings of not less than 3.00% of the refunded par amount of the Prior Bonds (the "Targeted Savings"); and

WHEREAS, VRA has advised the County that the sale date of the VRA Bonds is tentatively scheduled for November 2, 2016, but may occur, subject to market conditions, at any time between October 1, 2016, and December 31, 2016 (the "VRA Sale Date"), and that VRA's objective is to pay the County a purchase price for the Bond that in VRA's judgment reflects its market value (the "Purchase Price Objective") taking into consideration the Targeted Savings, the Prior Bonds selected for refunding, and such factors as the purchase price received by VRA for the VRA Bonds, the issuance costs of the VRA Bonds (consisting of the underwriters' discount and other costs incurred by VRA) (collectively, the "VRA Costs") and other market conditions relating to the sale of the VRA Bonds; and

WHEREAS, the Bond will be issued as parity indebtedness ("Parity Indebtedness") under the Restated Master Indenture of Trust dated as of December 1, 2010 (as supplemented and amended, the "Master Indenture"), between the County and U.S. Bank National Association, as trustee (the "Trustee"). The Bond will be secured by a pledge of the net revenues (as more particularly defined in the Master Indenture, the "Net Revenues") derived by the County from the ownership and operation of its sewage disposal and sewer systems (as more particularly defined in the Master Indenture, the "System"); and

WHEREAS, the Financing Agreement will provide that the terms of the Bond may not exceed the parameters set forth below in Section 3 and the form of Financing Agreement has been filed in the County's records;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF SUPERVISORS OF THE COUNTY OF YORK, VIRGINIA this 6th day of September, 2016, that:

1. Authorization of Bond and Use of Proceeds. Pursuant to the Constitution and statutes of the Commonwealth of Virginia (the "Commonwealth"), including the Public Finance Act of 1991 (the "Act"), the Board hereby determines that it is in the best interest of the County to contract a debt and to issue the Bond and to award and sell the Bond to or at the direction of VRA, all pursuant to the Act and the terms of this Resolution and the Financing Agreement. The Board hereby finds that the issuance of the Bond will promote the health, safety, welfare, morals and propriety of the citizens served by the County and will promote the governmental purposes of the Act. Accordingly, the Board hereby authorizes the issuance, award and sale of the Bond in accordance with the terms of this Resolution, the Act, the Master Indenture and the Financing Agreement. The Bond shall be known as the "County of York, Virginia, Sewer System Revenue Refunding Bond, Series 2016" or such other designation as the County Administrator may approve. The Board hereby covenants that the proceeds from the issuance and sale of the Bond shall be used, together with other available funds, if any, to pay the costs of the Plan of Refunding. The Bond shall be delivered to or upon the order of VRA upon VRA's payment of the purchase price set forth in the Financing Agreement. Subject to the County Administrator of the County's (the "County Administrator") determination of what will be in the County's best interests, the Bond may be sold to VRA in connection with any sale date of the VRA Bonds occurring prior to June 30, 2017.

2. Authorization of Financing Agreement. The form of the Financing Agreement on file with the County is hereby approved. The County Administrator or the Director of Finance of the County (the "Director of Finance") are each authorized and directed to execute the Financing Agreement in substantially such form, with such completions, omissions, insertions and changes not inconsistent with this Resolution as may be approved by the officer executing the Financing Agreement, whose approval shall be evidenced conclusively by the execution and delivery thereof.

3. Details of Bond.

(a) The Bond, may be issued in one or more series, and the Bond of each series shall be issued as a single bond in fully registered form and shall be dated the date required by VRA, which may be prior to the date of issuance of the Bond.

(b) The Bond shall be issued and sold to or at the direction of VRA on terms that VRA shall determine subject to VRA's Purchase Price Objective and market conditions described in the Recitals hereof; provided, however, that (i) the County shall not refund any Prior Bonds unless the Targeted Savings is achieved in the aggregate, (ii) the Bond shall be payable in principal installments ending no later than the last fiscal year in which a refunded Prior Bond matures, and (iii) the Bond shall be subject to prepayment upon the terms set forth in the Financing Agreement.

(c) Subject to the parameters in subsection (b), the County further authorizes the Director of Finance to accept the final terms presented by VRA, including the final principal amount and the amortization schedule (including the principal installment dates and amounts) of the Bond.

(d) The actions of the Director of Finance in determining the final terms of the Bond shall be conclusive, and no further action shall be necessary on the part of the Board.

(e) As set forth in the Financing Agreement, the County agrees to pay such Supplemental Interest and other charges as provided therein, including such amounts as may be necessary to maintain or replenish any VRA Reserve. The principal of and premium, if any, and interest on the Bond shall be payable in lawful money of the United States of America.

4. Pledge of Net Revenues and Parity Indebtedness.

(a) The Bond shall be a limited obligation of the County and, except to the extent payable from the proceeds of the sale of the Bond or the income, if any, derived from the investment thereof, is payable exclusively from the Net Revenues of the System. The County hereby renews its pledge of the Net Revenues to pay the principal of and premium, if any, and interest on the Bond pursuant to the terms of the Master Indenture and the Financing Agreement. The Board hereby determines that the Bond shall be issued as Parity Indebtedness under the Master Indenture. The Board hereby acknowledges that as Parity Indebtedness the Bond will be secured equally and ratably with the County's outstanding Parity Indebtedness or Bonds (as defined in the Master Indenture) and any Parity Indebtedness or Bonds (as defined in the Master Indenture) issued in the future, subject to Section 2.1(b) of the Master Indenture.

(b) Neither the Commonwealth nor any of its political subdivisions, including the County, shall be obligated to pay the principal of or premium, if any, or interest on the Bond or other costs incident to it except from the revenues and any other money or property pledged for such purpose, and neither the faith and credit nor the taxing power of the Commonwealth or any of its political subdivisions, including the County, is pledged to the payment of the principal of or premium, if any, or interest on the Bond or other costs incident to it. The issuance of the Bond does not directly, indirectly or contingently obligate the Commonwealth or any of its political subdivisions, including the County, to levy any taxes for the payment of the Bond.

5. Form of Bond. The Bond shall be in substantially the form attached as Exhibit A to the Financing Agreement and on file in the County's records, with such variations, insertions or deletions as may be approved by the County Administrator or the Director of Finance. There may be endorsed on the Bond such legend or text as may be necessary or appropriate to conform to any applicable rules and regulations of any governmental authority or any usage or requirement of law with respect thereto.

6. Execution and Delivery of Bond. The Board hereby authorizes and directs the County Administrator or the Director of Finance to execute the Bond and then to deliver the Bond to or at the direction of VRA upon payment of the purchase price therefor.

7. Parity Debt Service Fund Accounts. The Board hereby authorizes the creation of a Series 2016 Bond Account in the Parity Debt Service Fund described in Section 7.1 of the Master Indenture. The Board hereby covenants that the County shall use money in the Series 2016 Bond Account to make payments on the Bond when due.

8. Tax Compliance Agreement. Such officers of the County as may be requested are authorized and directed to execute and deliver a non-arbitrage certificate and tax compliance agreement (the "Tax Compliance Agreement") in a form to be approved by the officers of the County executing such document, whose approval shall be evidenced conclusively by the execution and delivery thereof.

9. Arbitrage Covenants. The County covenants that it shall neither take nor omit to take any action the taking or omission of which will cause the VRA Bonds to be "arbitrage bonds" within the meaning of Section 148 of the Internal Revenue Code of 1986, as amended, and regulations issued pursuant thereto (the "Code"), or otherwise cause interest on the VRA Bonds to be includable in the gross income of the registered owner thereof under existing law. Without limiting the generality of the foregoing, the County shall comply with any provision of the Tax Compliance Agreement that may require the County at any time to rebate to the United States any part of the earnings derived from the investment of the gross proceeds of the Bond, unless the County receives an opinion of nationally recognized bond counsel that such compliance is not required, or is no longer required, to prevent interest on the VRA Bonds from being included in the gross income for federal income tax purposes of the registered owners thereof under existing law. The County shall pay any such required rebate from legally available funds.

10. Official Statement. The County authorizes and consents to the inclusion of necessary information with respect to the County contained in VRA's Preliminary Official Statement and VRA's Official Statement in final form, both prepared in connection with the sale of the VRA Bonds. If appropriate, such disclosure documents shall be distributed in such manner and at such times as any of them shall determine. The Director of Finance is authorized and directed to take whatever actions are necessary or appropriate to aid VRA in ensuring compliance with Securities and Exchange Commission Rule 15c2-12.

11. SNAP Investment Authorization. The Board hereby authorizes the Director of Finance to utilize the State Non-Arbitrage Program of the Commonwealth or any successor program (collectively, "SNAP") in connection with the investment of the proceeds of the Bond, if the Director of Finance determines that the utilization of SNAP is in the best interests of the County. The County acknowledges the Treasury Board of the Commonwealth is not and shall not be in any way liable to the County in connection with SNAP, except as otherwise provided in the Contract.

12. Redemption of Prior Bonds. The Director of Finance is authorized and directed to take all proper steps to call for redemption such portions of the Prior Bonds as shall be refunded on the date the Bond is issued and to prepare and deliver any such notices and correspondence necessary therefor.

13. Escrow Agreement. If needed, the County Administrator is authorized and directed to execute an escrow agreement (the "Escrow Agreement") between the County, an escrow agent (the "Escrow Agent") to be selected by the County Administrator, and such other parties as may be necessary, for purposes of providing for the redemption and defeasance of the refunded portion of the Prior Bonds. The Escrow Agreement shall be in a form approved by the County Administrator, in collaboration with the County's bond counsel, the execution

thereof by the County Administrator to constitute conclusive evidence of the County Administrator's approval of the Escrow Agreement.

14. Evidence of Approval. The approval or determination of all of the details and provisions of the Bond, the Financing Agreement and all other documents executed under the authority of this Resolution shall be evidenced conclusively by the execution and delivery of the Bond, the Financing Agreement and such other document by the officer or officers authorized hereby.

15. Further Actions; Authorized Representative. The Board hereby authorizes and directs the County Administrator and the Director of Finance and such officers and agents of the County as may be designated by either of them to take such further actions as they deem necessary regarding, the issuance and sale of the Bond and the execution, delivery and performance of the Financing Agreement and closing documents and certificates. All such actions previously taken by such officers and agents are ratified and confirmed. The Board hereby designates the County Administrator and the Director of Finance of the County as the County's authorized representatives for purposes of the Financing Agreement. The authorization granted in this Resolution to the County Administrator and Director of Finance may be carried out by such other officer as any of the named officers may designate in writing. When this Resolution authorizes the County Administrator or the Director of Finance to act, it shall be sufficient for either the act.

16. Public Finance Act. The Board hereby elects pursuant to Section 15.2-2601 of the Code of Virginia of 1950, as amended, to issue the Bond under the Act without regard to the requirements, restrictions or other provisions contained in any charter or special or local act.

17. Filing of Resolution. The Board hereby directs counsel to the County to file a certified copy of this Resolution with the York County-Poquoson Circuit Court pursuant to Section 15.2-5126 of the Code of Virginia of 1950, as amended.

18. Effective Date. This Resolution shall take effect upon adoption.

On roll call the vote was:

Yea: (5) Shepperd, Zaremba, Noll, Green, Wassmer
Nay: (0)

OPEN DISCUSSION

Mrs. Noll noted an individual who had a garden plot at the McReynolds Athletic Complex donated it to a Boy Scout Troop, and the troop was doing a very good job of raising vegetables.

Mr. Morgan stated the Board had earlier mentioned staff's hard work anticipating the recent tropical storm, and noted the School Division had been dealing with a lot of building issues for the Waller Mill Elementary School renovations so the school could open today. Mr. Morgan thanked the County's building inspectors who spent their Labor Day weekend inspecting Waller Mill Elementary School so that it could open.

Chairman Wassmer added the Board's appreciation of their efforts in going above and beyond.

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CLOSED MEETING. At 7:23 p.m., Mrs. Noll moved that the Board convene into Closed Meeting pursuant to Section 2.2-3711(a)(1) of the Code of Virginia pertaining to appointments to Boards and Commissions.

On roll call the vote was:

Yea: (5) Zaremba, Noll, Green, Shepperd, Wassmer
Nay: (0)

Meeting Reconvened. At 7:30 p.m. the meeting was reconvened in open session by order of the Chair.

Mrs. Noll moved the adoption of proposed Resolution SR-1 that reads:

A RESOLUTION TO CERTIFY COMPLIANCE WITH THE FREEDOM OF INFORMATION ACT REGARDING MEETING IN CLOSED SESSION

WHEREAS, the York County Board of Supervisors has convened a closed meeting on this date pursuant to an affirmative recorded vote and in accordance with the provisions of the Virginia Freedom of Information Act; and

WHEREAS, Section 2.2-3711 of the Code of Virginia requires a certification by the York County Board of Supervisors that such closed meeting was conducted in conformity with Virginia law;

NOW, THEREFORE, BE IT RESOLVED by the York County Board of Supervisors this the 6th day of September, 2016, hereby certifies that, to the best of each member's knowledge, (1) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed meeting to which this certification resolution applies, and (2) only such public business matters as were identified in the motion convening the closed meeting were heard, discussed, or considered by the York County Board of Supervisors.

On roll call the vote was:

Yea: (5) Noll, Green, Shepperd, Zaremba, Wassmer
Nay: (0)

Meeting Adjourned. At 7:31 p.m. Chairman Wassmer declared the meeting adjourned sine die.

Neil A. Morgan
County Administrator

Jeffrey D. Wassmer, Chairman
York County Board of Supervisors