Town Council Meeting Minutes August 16, 2021 Page One

The Orange Town Council held a regular meeting at 7 p.m. in the Town's Community Meeting Room. Town Councilmembers present were: Mayor Martha B. Roby, Vice-Mayor Frederick W. "Rick" Sherman, Jr., Councilmembers Timothy Bosford, Jr., Elliott Fox, Jr., and Donna Waugh-Robinson. Staff members present were: Town Manager Gregory S. Woods, Town Clerk Wendy J. Chewning, MMC, Town Attorney Catherine Lea, Director of Finance Norris John, Director of Finance Trey Deal, Police Chief James Fenwick, and Police Lieutenant Kiline Madison.

CALL TO ORDER

The Town Manager called the meeting to order. The Town Clerk called roll and noted that there was a quorum present.

ADOPTION OF AGENDA

The Town Manager recommended that Town Council add a Closed Session to end the end of the agenda this evening under the provisions of State Code 2.2-3711, subsection 3 regarding 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. The Town Manager stated that this would become Agenda Item number 10.

Motion was made by Vice-Mayor Sherman, seconded by Councilmember Bosford, to adopt the agenda, as amended. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

PUBLIC COMMENT

There was no Public Comment.

TOWN COUNCIL CONSIDERED TOWN COUNCIL MEETING MINUTES OF JULY 17^{th} and AUGUST 2^{nd} , 2021

Motion was made by Councilmember Bosford, seconded by Councilmember Waugh-Robinson, to adopt the minutes of July 17th and August 2nd, 2021, as presented. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

REPORTS

FINANCE REPORT

The Director of Finance stated that this was a rather uneventful month and he would be reporting on the first month for FY2022:

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The Director of Finance reported that on Page 5-3 "Current Month" – General Fund Tax Revenues for July amounted to \$233,654 of which \$130,640 derived from Meals Tax and \$27,982 from Local Sales Tax for the month of April 2021.

The Director of Finance reported that on Page 5-4 Water Sales were \$125,688 and Sewer Sales \$133,737.

The Director of Finance stated that the \$6,737 shown for leachate sales on Page 5-4 was for FY-2021, and for the month of July, leachate sales amounted to \$47,223.70.

The Director of Finance reported that payments for the month amounted to \$701,803.13 of which \$392.051.25 was a payment towards bond debt as can be seen on page 5-6.

UNFINISHED BUSINESS

There was no Unfinished Business.

NEW BUSINESS

TOWN COUNCIL CONSIDERED RESOLUTION (RES2021-02) ADOPTING THE RSA WATER RATE AT \$3.412 PER 1,000 GALLONS BEGINNING ON OCTOBER 1, 2021

The Director of Finance reported that on the first of September annually the Town must send the Rapidan Service Authority (RSA) the proposed water rate for the year beginning October 1st. The Director of Finance reported that this year the rate decreased by \$0.172 (from \$3.584 to \$3.412), primarily since the overall cost decreased by \$30,316, while the Finished Water increased by 6,311,000 gallons.

After discussion, motion was made by Vice-Mayor Sherman, seconded by Councilmember Bosford, to adopt Resolution (RES2021-02), as presented, adopting the RSA Water Rate at \$3.412 per 1,000 gallons on October 1, 2021. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

RES2021-02

BE IT RESOLVED, by the Town Council of the Town of Orange, that the water rate to be charged to the Rapidan Service Authority for water purchased for the year beginning October 1, 2021 and ending September 30, 2022 shall be \$3.412 per 1,000 gallons.

TOWN COUNCIL CONSIDERED RESOLUTION (RES2021-03) CARRYING OVER FUNDS FROM THE FY21 BUDGET TO THE FY22 BUDGET

The Director of Finance reported that the Resolution before Council lists line items which we are requesting be carried forward from FY21 to FY22 financial budget.

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After discussion, motion was made by Councilmember Bosford, seconded by Councilmember Waugh-Robinson, to adopt Resolution (RES2021-03) carrying over funds from the FY21 Budget to the FY22 Budget. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

BE IT RESOLVED, by the Town Council of the Town of Orange, that the following items be carried forward from budget year FY2021 to FY2022

EXPENSES: GENERAL FUND – FUND 10 Employee/Public Relations • FY 2021 Unspent Funds	10-1211-56602	\$ 8,400
Reserve Fund	10-0000-32505	\$ (8,400)
Misc. Contractual	10-4110-57319	\$ 25,000
HW Sidewalk, Curb, Gutter	10-4110-57041	\$ 58,700
• Reserve Fund	10-0000-32505	\$ (83,700)
CAPITAL FUND – FUND 20		
Police Equipment	20-9400-59841	\$ 17,000
Motor Vehicles & Equipment	20-9400-58205	\$ 90,000
 Sidewalk – N. Madison & Spicers Mill 	20-9400-59848	\$ 66,000
Transfer From General Fund	20-0000-99999	\$ (173,000)
Transfer to General Fund	10-0000-99999	\$ 173,000
Reserve Fund	10-0000-32505	\$ (173,000)
WATER FUND - FUND 30		
 Capital Outlays – Machinery & Equipment. 	30-8300-58201	\$ 500,000
Reservoir Maintenance	30-6380-56057	\$ 15,000
Waterline Projects	30-6380-56540	\$ 35,000
Reserve Fund	30-0000-32505	\$ (550,000)

TOWN COUNCIL CONSIDERED RESOLUTION (RES2021-04) AMENDING THE FY22 BUDGET

The Director of Finance stated that the Resolution before Council was to amend the FY22 Budget adding funds for the Town's 150th Anniversary.

Motion was made by Councilmember Waugh-Robinson, seconded by Councilmember Bosford, to adopt Resolution (RES2021-04) amending the FY22 Budget, as presented. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

BE IT RESOLVED, by the Town Council of the Town of Orange, that the budget for FY 2022 be amended for the following item:

REQUEST FOR ADDITIONAL FUNDS: GENERAL FUND – FUND 10 Town of Orange 150th Anniversary

Town Celebrations	10-1211-56605	\$ 25,000
Reserve Fund	10-0000-32505	\$ (25,000)

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TOWN COUNCIL CONSIDERED ORDINANCE (ORD2021-03) AMENDING THE TOWN CHARTER MOVING TOWN ELECTIONS FROM MAY TO NOVEMBER PER STATE MANDATE

The Town Manager reported that the State mandated that all elections would now be held in November and that elected officials that were currently serving would serve a longer term.

After discussion, motion was made by Councilmember Bosford, seconded by Vice-Mayor Sherman, to adopt Ordinance (ORD2021-03) amending the Town Charter moving Town Elections from May to November per State Mandate. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

TOWN COUNCIL AUTHORIZED STAFF TO ADVERTISE A PUBLIC HEARING FOR A BUDGET ADJUSTMENT FOR ARPA FUNDING

The Town Manager reported that it has been brought to his attention that the Town must advertise for a public hearing to amend the FY22 Budget for the American Rescue Plan Act (ARPA) funding. The Town Manager reported that the amount of the funding for FY22 was \$2,643,592. The Town Manager presented a detailed list of expected expenditures.

Motion was made by Councilmember Fox, seconded by Councilmember Bosford, to authorize staff to advertise a Public Hearing for a budget adjustment for ARPA funding. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

TOWN COUNCIL CONSIDERED REQUESTS FOR ADDITIONAL DONATIONS

The Town Manger reported that he had received requests from the Orange County Sheriff's Office for funding to go toward children's drug education programs and Orange Baptist Church for help towards expenses for a community garden.

After discussion, motion was made by Councilmember Waugh-Robinson, seconded by Vice-Mayor Sherman, to authorize the expenditure of \$1,500 to the Orange Baptist Church for the Community Garden and \$660 to the Orange County Sheriff's Office to help towards children's drug education programs. On vote, Mayor Roby — aye, Vice-Mayor Sherman — aye, Councilmember Bosford — aye, Councilmember Fox — aye, and Councilmember Waugh-Robinson—aye. The motion carried unanimously.

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TOWN COUNCIL CONSIDERED AN AMENDMENT TO THE TOWN'S APPROPRIATION ORDINANCE REMOVING THE \$0.02 WATER RATE INCREASE

The Town Manager reported that at the August 2, 2021, Work Session meeting, Town Council chose Standpipe Option Number 2 and the \$0.02 water rate increase was not believed to be needed at this time.

Motion was made by Councilmember Bosford, seconded by Vice-Mayor Sherman, to move that Town Council adopt the Town's amended Appropriation Ordinance removing the \$0.02 water rate increase. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

TOWN COUNCIL CONSIDERED CANCELING THE MONDAY, SEPTEMBER 6^{th} TOWN COUNCIL WORK SESSION MEETING BECAUSE IT FELL ON A TOWN HOLIDAY, LABOR DAY

The Town Manager stated that staff currently had no agenda items for the Monday, September 6th Town Council Work Session meeting and was recommending that Town Council cancel it because it fell on a Town holiday, Labor Day.

Motion was made by Councilmember Waugh-Robinson, seconded by Vice-Mayor Sherman, to cancel the Monday, September 6th Town Council work session meeting because it fell on a Town holiday, Labor Day. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

CLOSED SESSION – STATE CODE SECTION 2.2-3711, SUBSECTION 3 REGARDING 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

Motion was made by Mayor Roby, seconded by Vice-Mayor Sherman, to move into closed session under the provisions of State Code Section 2.2-3711, subsection 3 regarding 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. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

A five-minute recess was held before going into closed session.

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Motion was made by Mayor Roby, seconded by Vice-Mayor Sherman, to leave closed session and reconvene in regular session. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously. All members swore that they only discussed matters lawfully permitted under the State Code and so noted in the motion convening the Closed Session.

Motion was made by Councilmember Bosford, seconded by Vice-Mayor Sherman, to authorize a Public Hearing for a budget adjustment for FY22 funding for improvements to the Old Town Shop lot. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye.

With no further business the meeting adjourned at 8:15 p.m.

Wendy J. Chewning, MMC

Town Clerk

Martha B. Roby, Mayoi



MOTION BY: Mayor Roby MEETING DATE: August 16, 2021

SECOND BY: Vice-Mayor Sherman PURPOSE: 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

CERTIFICATION OF CLOSED MEETING

WHEREAS the Town Council of the Town of Orange has convened an 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 Town Council of the Town of Orange that such closed meeting was conducted in conformity with Virginia law;

NOW, THEREFORE, BE IT RESOLVED, that the Town Council of the Town of Orange hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully discussed in the closed meeting to which this certification resolution applies, and (ii) only such business matters as were identified in the motion convening the closed meeting were heard, discussed or considered by the Town Council of the Town of Orange.

VOTE

AYES: Mayor Roby, Vice Mayor Sherman, Councilmembers Bosford, Fox, and Waugh-Robinson.

*NAYS: None.

ABSENT DURING VOTE: None.

ABSENT DURING MEETING: None.

Clerk of Council Town of Orange

^{*} For each nay vote, the substance of the departure from the requirements of the Act should be described.

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The Orange Town Council held a regular meeting at 7 p.m. in the Town's Community Meeting Room. Town Councilmembers present were: Mayor Martha B. Roby, Vice-Mayor Frederick W. "Rick" Sherman, Jr., Councilmembers Timothy Bosford, Jr., Elliott Fox, Jr., and Donna Waugh-Robinson. Staff members present were: Town Manager Gregory S. Woods, Town Clerk Wendy J. Chewning, MMC, Town Attorney Catherine Lea, and Director of Finance Norris John.

CALL TO ORDER

Councilmember Bosford led everyone in the Pledge of Allegiance.

The Mayor called the meeting to order. The Town Clerk called roll and noted that there was a quorum present.

ADOPTION OF AGENDA

The Town Clerk stated that the agenda had two D's on it, and the second D needed to become an E. The Town Manager recommended adding item 9A Unfinished Business to the agenda to discuss proposed parking at the Silk Mill Complex.

Motion was made by Councilmember Fox, seconded by Vice-Mayor Sherman, to adopt the agenda, as amended. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

PUBLIC HEARINGS:

TOWN COUNCIL HELD A PUBLIC HEARING FOR AN AMENDMENT TO THE FY22 BUDGET TO ADD THE AMERICAN RESCUE PLAN ACT FUNDING (ARPA)

Mayor Roby called for staff presentation. The Town Manager reported that a Public Hearing must be held to amend the FY-2022 budget for the American Rescue Plan Act (ARPA) funding. The Town Manager reported that the amount of the funding for FY-2022 was \$2,643,592. The Town Manager reported further that these funds would be spent on water, sewer, and broadband.

Mayor Roby declared the Public Hearing open. There being no public comment, Mayor Roby closed the Public Hearing.

Mayor Roby called for questions, comments, or a motion from Town Council. After a discussion, motion was made by Councilmember Waugh-Robinson, seconded by Councilmember Bosford, to adopt Resolution (RES2021-05), amending the FY22 Budget to add the American Rescue Plan Act Funding (ARPA), as presented. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

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RES2021-05

BE IT RESOLVED, by the Town Council of the Town of Orange, that the budget for FY 2022 be amended for the following items with proceeds from ARPA funding:

REQUEST FOR ADDITIONAL FUNDS: CAPITAL FUND – FUND 20 • Fiber Optics Backbone • Capital Outlays – Standpipe Engineering • Capital Outlays – Water/Sewer Line Projects • Transfer From General Fund	20-9400-59838	\$ 1,000,000
	20-9400-59849	\$ 450,000
	20-9400-59999	\$ 115,592
	20-0000-99999	\$ (1,565,592)
WATER FUND - FUND 30 • Capital Outlays – Machinery & Equipment • Transfer From General Fund	30-8300-58201	\$ 900,000
	30-0000-99999	\$ (900,000)
SEWER FUND – FUND 40 • Capital Outlays – SCADA System • Transfer From General Fund	40-8300-58201	\$ 178,000
	40-0000-99999	\$ (178,000)
GENERAL FUND - FUND 10 • Transfer To General Fund • Reserve Fund	10-0000-99999	\$ 2,643,592
	10-0000-32505	\$ (2,643,592)

TOWN COUNCIL HELD A PUBLIC HEARING FOR AN AMENDMENT TO THE FY22 BUDGET TO ADD FUNDS FOR IMPROVEMENTS TO THE OLD TOWN SHOP LOT LOCATED ON MONTEVISTA AVENUE

Mayor Roby called for staff presentation. The Town Manager reported that per Council's request staff stay had gotten costs to pave the old town shop lot on Montevista to Peliso. The Town Manager reported that the lot would be designated to parking with lined parking spots. The Town Manager reported further that the preliminary estimate was around \$100,000 to do based on a previous paving, however, this lot is bigger and will need stone, and some grading as well as engineering review for the impact of storm water and how to handle the water once the lot is paved. The Town Manager stated that the current estimate is \$175,000 to pave and stripe the lot.

The Town Manager reported that if we add lighting and fencing entrances and curbing, the estimate would increase by \$63,000 making the total project cost \$238,000. The Town Manager stated that the funds could be split into two years, with \$175,000 in year one and \$63,000 in year two.

Mayor Roby declared the Public Hearing open. There being no public comment, Mayor Roby closed the Public Hearing.

Mayor Roby called for questions, comments, or a motion from Town Council. Councilmember Bosford inquired whether this plan also included basketball goals. The Town Manager stated that eventually it would. Councilmember Fox requested delaying the adoption of the Resolution until Town Council could discuss other options. After a discussion, motion was made by Councilmember Waugh-Robinson, seconded by Councilmember Bosford, to adopt Resolution (RES2021-06), amending the FY2022 Budget to add funding for improvements to the Old Town

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Shop lot located on Montevista Avenue, as amended, to \$175,000 for paving and striping the lot with the remaining \$63,000 to be included the FY-2023 budget. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

RESOLUTION-RES2021-06

BE IT RESOLVED, by the Town Council of the Town of Orange, that the budget for FY 2022 be amended for the following item:

REQUEST FOR ADDITIONAL FUNDS:		
CAPITAL FUND - FUND 20		
Paving of Old Town Lot (Montevista to Peliso)		
Contractual Paving	20-9400-57307	\$ 175,000
Transfer From General Fund	20-0000-99999	\$ (175,000)
GENERAL FUND - FUND 10		
Transfer To General Fund	10-0000-99999	\$ 175,000
Reserve Fund	10-0000-32505	\$ (175,000)

PUBLIC COMMENT

There was no Public Comment.

TOWN COUNCIL CONSIDERED TOWN COUNCIL MEETING MINUTES OF AUGUST 16, 2021

Motion was made by Councilmember Waugh-Robinson, seconded by Councilmember Fox, to adopt the minutes of August 16, 2021, as presented. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

REPORTS

FINANCE REPORT

The Director of Finance stated that he would be reporting on the second month for FY2022:

The Director of Finance reported that on Page 5-3 "Current Month" – General Fund Tax Revenues for August amounted to \$198,425, of which \$117,972 derived from Meals Tax and \$26,584 from Local Sales Tax from the month of May..

The Director of Finance reported that on Page 5-4 Water Sales were \$137,720 and Sewer Sales \$143,310.

The Director of Finance stated that the \$4,780 shown for leachate sales on Page 5-4 was for FY-2021, and for the month of July, leachate sales amounted to \$47,223.70.

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The Director of Finance reported that payments for the month amounted to \$358,076.47, typical for a month without debt payments.

The Director of Finance stated that RSA had accepted the new rate of \$3.412 per 1,000 gallons for year October 1, 2021 thru September 30, 2022.

ODA REPORT

Mayor Roby thanked Charlotte Cole for the detailed ODA reports that were provided in the package.

UNFINISHED BUSINESS

PARKING PROPOSAL FOR SILK MILL COMPLEX

The Town Manager presented the parking proposal that had been presented for the Silk Mill Complex. After discussion, it was determined that the next step would be to discuss costs.

NEW BUSINESS

TOWN COUNCIL CONSIDERED A DATE FOR THE TOWN'S SESQUICENTENNIAL ANNIVERSARY CELEBRATION

The Town Manager reported that staff was requesting a consensus from Town Council to hold the Town's Sesquicentennial Anniversary Celebration on Saturday, June 11, 2022.

After discussion, it was consensus of Council to hold the Town's Sesquicentennial on Saturday, June 11, 2022.

TOWN COUNCIL DISCUSSED THE SCULPTURE IN TAYLOR PARK

The Town Manager reported that the Dolley Madison Garden Club was requesting that Town Council acknowledge the flower sculpture that was gifted back to the Town on May of 2019. The Town Manager reported further that currently the sculpture was damaged and was being stored at Public Works.

After discussion, it was the consensus of Town Council to write the Dolley Madison Garden Club an acknowledgement letter.

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TOWN COUNCIL CONSIDERED A DATE FOR HALLOWEEN TRICK OR TREATING IN TOWN

The Town Manager stated that this year Halloween, October 31st was on a Sunday. The Town Manager stated further that in the past when Halloween has been on a Sunday, the Town has had Halloween trick or treating on Saturday. The Town Manager reported that the Downtown ODA Halloween event was Friday, October 29th.

After discussion, motion was made by Councilmember Bosford to designate Halloween trick or treating in the Town on Halloween, Sunday, October 31st. Motion died due to no second.

After more discussion, motion was made by Councilmember Waugh-Robinson, seconded by Vice-Mayor Sherman, to designate Halloween trick or treating in the Town on Saturday, October 30, 2021. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – nay, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried with one member voting nay.

TOWN COUNCIL DISCUSSED THE CONCEPTUAL PHASE PROPOSALS RECEIVED IN RESPONSE TO THE BROADBAND PUBLIC-PRIVATE PARTNERSHIP REQUEST FOR PROPOSALS (RFP)

The Town Manager gave an overview of where we are to date on proposals received in response to the Broadband Public-Private Partnership Request for Proposals. The Town Manager stated that Orange County stated they would not respond on behalf of FiberLync to the RFP because they did not want to enter into a Franchise Agreement with the Town.

The Director of Community stated that we had received two responses to the Broadband RFP from Platocom and Firefly and staff was currently in the process of reviewing their proposals and gathering additional information from these companies.

Mayor Roby inquired what it would take to get FiberLync in the plan if they chose to do so. The Town Manager stated that FiberLync has a mechanism in our agreement with the County in which the County agreed it would enter into a Franchise Agreement with the Town and they could do this whenever they want to.

A lengthy discussion was held on the Broadband process. Town Council requested that staff move this process along as quickly as possible.

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TOWN COUNCIL CONSIDERED CANCELING THE MONDAY, OCTOBER 4th WORK SESSION MEETING BECAUSE IT CONFLICTED WITH THE ANNUAL VML CONFERENCE

The Town Manager recommended canceling the Monday, October 4th Work Session meeting because he and Mayor Roby would be away at the annual VML conference.

Motion was made by Councilmember Waugh Robinson, seconded by Councilmember Bosford, to cancel the Monday, October 4th Town Council work session meeting because it conflicted with the annual VML Conference. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

NORTH ANNA POWER STATION

Vice-Mayor Sherman stated that North Anna Power Station was currently applying for their permit renewal. Vice-Mayor Sherman stated that we had many Town residents that worked there and inquired whether Council wished to provide a support letter. It was consensus of Council to send out a letter of support in favor of North Anna Power Station's permit renewal.

RIBBON CUTTING - COOPER'S KITCHEN

Mayor Roby stated that she could not attend the Ribbon Cutting for Cooper's Kitchen on Saturday the 25th at 3 p.m. Mayor Roby inquired if anyone could attend in her place.

With no further business the meeting adjourned at 8:10 p.m.

Wendy J. Chewning, MMC

Town Clerk

Martha B. Roby, Mayor

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The Orange Town Council held a regular meeting at 7 p.m. in the Town's Community Meeting Room. Town Councilmembers present were: Mayor Martha B. Roby, Vice-Mayor Frederick W. "Rick" Sherman, Jr., Councilmembers Timothy Bosford, Jr., Elliott Fox, Jr., and Donna Waugh-Robinson. Staff members present were: Town Manager Gregory S. Woods, Town Clerk Wendy J. Chewning, MMC, Town Attorney Catherine Lea, and Director of Finance Norris John.

CALL TO ORDER

Mayor Roby stated that leading us in the Pledge this evening, was Boy Scouts Michael Forney, Tdsvantri Brooks, and their leader Glenn Forney.

The Mayor called the meeting to order. The Town Clerk called roll and noted that there was a quorum present.

ADOPTION OF AGENDA

Motion was made by Councilmember Fox, seconded by Councilmember Waugh-Robinson, to adopt the agenda, as presented. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

PUBLIC COMMENT

Mr. Glenn Forney of 208 N. Madison Street and the American Legion appeared regarding the completion of new construction of Town streets and the placement of holes for the American Legion to be able to place American flags. The Town Manager stated that he would talk to Public Works and get back with him.

TOWN COUNCIL CONSIDERED TOWN COUNCIL MEETING MINUTES OF SEPTEMBER 14, 2021

The Town Clerk stated that she had the Town Manager opening the meeting in the September 14th minutes and it should have been the Mayor. The Town Clerk requested that the minutes be adopted, as amended.

Motion was made by Councilmember Waugh-Robinson, seconded by Councilmember Bosford, to adopt the minutes of September 14, 2021, as amended. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

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REPORTS

FINANCE REPORT

The Director of Finance stated that he would be reporting on the third month for FY2022:

The Director of Finance reported that on Page 5-3 "Current Month" – General Fund Tax Revenues for September amounted to \$190,346, of which \$124,856 derived from Meals Tax. The Director of Finance reported that Local Sales Tax was not included this month – the funds were received after the close on the month and would be shown on next month's report.

The Director of Finance reported that on Page 5-4 Water Sales were \$141,239 and Sewer Sales \$122,284.

The Director of Finance also stated that on Page 5-4 leachate sales of \$47,224 represents sales for the month of July, 2021, and payments for activities in August and September had not yet been received.

The Director of Finance reported that payments for the month amounted to \$348,029.13, which was a typical for a month without debt payments.

TOWN MANAGER'S REPORT

The Town Manager reported that staff had sent a Letter of Acceptance to Dianna Gomez for the Director of Finance position for when Norris' retired. The Town Manager stated that it was staff's hope that Ms. Gomez would be starting in mid-November, so she could have some time with Norris before he retired.

PD-9 ANNUAL MEETING

Vice-Mayor Sherman reported that he and the Town Manager had attended the PD-9 Annual Meeting and there was a very informative presentation made by Jay Graffe of the Virginia Department of Housing and Community Development.

UNFINISHED BUSINESS

TOWN COUNCIL CONSIDERED ADVERTISING FOR A FY-22 BUDGET AMENDMENT TO ALLOW PAVING OF CERTAIN AREAS OF THE SILK MILL COMPLEX FOR PUBLIC PARKING

The Town Manager reported that the Town had been in discussion with the owner of the Silk Mill Complex to enter into an agreement to provide public property to the facility. The Town Manager reported further that this would also involve leasing of unused property on the south

Town Council Meeting Minutes October 18, 2021 Page Three

side of Lafayette Street to be used for equipment storage. The Town Manager stated that the cost to pave the designated area has been estimated at \$221,000.

The Town Manager reported that DRAFT agreements had been prepared, but no formal agreements or comments had been obtained from the owner at this time. The Town Manager stated that in these agreements the owner would be responsible for all aspects of preparing the property for paving to be done by the Town. The Town Manager stated that currently this area could assist 24 Town businesses with public parking in the Silk Mill Complex Area.

After discussion, motion was made by Councilmember Waugh-Robinson, seconded by Councilmember Fox, to advertise a Public Hearing for the FY-22 Budget amendment to allow paving of the certain areas of the Silk Mill Complex for public parking. On vote, Mayor Roby – aye, Vice-Mayor Sherman – nay, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried with one member voting nay.

TOWN COUNCIL DISCUSSED THE CONCEPTUAL PHASE PROPOSALS RECEIVED IN RESPONSE TO THE BROADBAND PUBLIC-PRIVATE PARTNERSHIP REQUEST FOR PROPOSALS (RFP)

The Director of Community Development stated that staff had received detailed proposals from both Platocom and Firefly. The Director of Community Development reported further that these proposals were the basis for whether the Town continued discussions with these broadband providers. The Director of Community Development stated that FiberLync did not submit a RFP. The Director of Community Development reported that Firefly had a pre-determined business model that was prepared to apply to the Town of Orange with speeds and offerings that were in line with what was being offered by FiberLync, and they had a management team with near-term experience and local/regional connections.

The Director of Community Development stated that Platocom's offering was certainly more creative and expansive, their proposal ties in economic development opportunities; however, they had not provided financial documentation and their business model depended on town financing and federal funding.

A lengthy discussion was held. The Town Manager stated further that FiberLync could put fiber in the Town with a Franchise Agreement previously agreed to in the Right of Way Agreement.

COOPER'S KITCHEN RIBBON CUTTING

Mayor Roby thanked Vice-Mayor Sherman for attending the Cooper's Kitchen Ribbon Cutting. Mayor Roby stated that the food at Cooper's was good.

Town Council Meeting Minutes October 18, 2021 Page Four

JAMES MADISON MUSEUM RECEPTION

Mayor Roby stated that she attended a reception at the James Madison Museum over the weekend and congratulated former Mayor Chuck Mason on the honor of having the Mason Room named after him at the museum.

With no further business the meeting adjourned at 7:45 p.m.

Wendy J. Chewning, MMC

Town Clerk

Martha B. Roby, Mayor

Town Council Work Session Meeting Minutes November 1, 2021 Page One

The Orange Town Council held a work session meeting at 6:00 p.m. in the Town of Orange Community Center Meeting Room. Town Councilmembers present were: Mayor Martha B. Roby, Vice-Mayor Frederick W. "Rick" Sherman, Jr., Councilmembers Timothy Bosford, Jr., Elliott Fox, Jr. and Donna Waugh-Robinson. Staff members present were: Town Manager Gregory S. Woods, Town Clerk Wendy J. Chewning, MMC, Town Attorney Catherine Lea, and Director of Community Development John Cooley, AICP, CZA.

CALL TO ORDER

Mayor Roby called the meeting to order. The Town Clerk called roll and noted that there was a quorum present.

ADOPTION OF AGENDA

The Town Manager recommended adding the consideration of appropriation of funds for the removal of a bump out at the intersection of Round Hill Drive and North Street to the end of the agenda.

Motion was made by Vice-Mayor Sherman, seconded by Councilmember Bosford, to adopt the agenda, as amended. On vote, Mayor Roby – aye, Vice- Mayor Sherman – aye, Councilmember Bosford – absent, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

DISCUSSION OF FIBER TO THE TOWN

The Director of Community Development stated that staff had received a Memorandum of Understanding (MOU) from Firefly today. The Director of Community Development stated that the next steps regarding the Fiber project were for him to work with the Town Manager and Town Attorney to finalize the MOU in the next two weeks, get a Press Release out to the public letting them know what we are doing; receive detailed plans; talk financing and a Franchise Agreement. Mayor Roby inquired whether FiberLync could still install fiber in the Town. The Town Manager stated again that the Right of Way Agreement stated that the Orange County Broadband Authority could put fiber in the Town with a Franchise Agreement.

Councilmember Bosford stated that he had a personal interest with this matter because his wife, Ashley, worked as a receptionist for FiberLync. Councilmember Bosford stated that his wife did not work on a commission basis. Councilmember Bosford decided, after some discussion by Council, that his personal interest did not rise to a conflict at this time and therefore remained for this agenda item.

It was consensus of Council to have staff report back to them at the regular November 15th Town Council meeting.

DISCUSSION OF MARSHALL HEIGHTS STANDPIPE CONSTRUCTION PROJECT

The Town Manager stated that we currently only have \$4 million allocated to the Marshall Heights Standpipe Project without having to borrow money, and the cost of the Standpipe Option 2 had gone from \$2.3 million to \$6.4 million. The Director of Community Development stated that staff had contacted the Regional Engineer to get a set of plans to bid them. The Town Manager stated that we needed to get the plans out to bid to see where we were regarding funding.

Town Council Work Session Meeting Minutes November 1, 2021 Page Two

BUMP OUT AT ROUND HILL DRIVE AND NORTH STREET

The Town Manager stated that we needed to remove the bump out at Round Hill Drive and North Street for fire protection and for all other drivers to be able to drive around safely. The Town Manager reported that Cannon would remove the bump out on the left and the Town was responsible for the one on the right. The Town Manager reported further that the estimate to remove this bump out was \$20,070 and couldn't be done until we followed through our procurement process. After discussion, motion was made by Vice-Mayor Sherman, seconded by Councilmember Waugh-Robinson, to authorize the Town Manager to procure the removal of the bump out on the CVS Side. On vote, Mayor Roby – aye, Vice- Mayor Sherman – aye, Councilmember Bosford – absent, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

SWEARING IN OF CHIEF KILINE MADISON

Mayor Roby stated that she, Councilmember Fox, the Town Manager, and Town Clerk attended the swearing in ceremony today of new Police Chief Kiline Madison. Mayor Roby stated that if you saw Chief Madison around to please congratulate him. The Town Manger reported that Rebecca Moody was promoted to Lieutenant and Heath Arliss was reported to Sergeant.

ODA HALLOWEEN EVENT

Mayor Roby reported that she, the Town Manager, and Town Clerk participated in the ODA Halloween Trick or Treat event again this year on Main Street.

With no further business the meeting adjourned at 6:51 p.m.

Wendy J. Chewning, MMC, Town Clerk

Martha B. Roby,∣Mayoı

Town Council Meeting Minutes November 15, 2021 Page One

The Orange Town Council held a regular meeting at 7 p.m. in the Town's Community Meeting Room. Town Councilmembers present were: Mayor Martha B. Roby, Vice-Mayor Frederick W. "Rick" Sherman, Jr., Councilmembers Timothy Bosford, Jr., Elliott Fox, Jr., and Donna Waugh-Robinson. Staff members present were: Town Manager Gregory S. Woods, Town Clerk Wendy J. Chewning, MMC, Town Attorney Catherine Lea, Director of Finance Norris John, Police Chief Norris John, and Police Lieutenant Rebecca Moody.

CALL TO ORDER

Mayor Roby led the Pledge of Allegiance.

The Mayor called the meeting to order. The Town Clerk called roll and noted that there was a quorum present.

ADOPTION OF AGENDA

Motion was made by Councilmember Waugh-Robinson, seconded by Councilmember Fox, to adopt the agenda, as presented. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

TOWN COUNCIL HELD A PUBLIC HEARING ON AN AMENDMENT TO THE FY22 BUDGET FOR AN ALLOCATION OF \$221,000 FOR PAVING AT THE SILK MILL COMPLEX TO BENEFIT BUSINESSES LOCATED IN AND NEARBY THE COMPLEX

Mayor Roby called for a staff presentation. The Town Manager reported that the owner and businesses of the Silk Mill Complex had inquired with the Town about helping with the lack of parking situation. The Town Manager stated that currently several businesses in the Complex compete for parking. The Town Manager stated that the Town had been in discussion with the owner of the Silk Mill Complex to enter into an agreement to provide public parking to the Complex, which would also involve leasing unused property on the south side of Lafayette Street to be used for equipment storage.

The Town Manager reported that inquiries had been made to the Town about the Town's commitment to economic development by both the owner and individual businesses located there. The Town Manager reported further that some businesses had expressed concern that without the ability to grow, they would have to leave the Town. The Town Manager reported that current accounting showed 20 businesses within the Complex, with four of these owner or owner related businesses, leaving 16 unrelated. The Town Manager stated that overflow parking on big event nights had also impacted other businesses adjacent or in near proximity to the Complex.

Town Council Meeting Minutes November 15, 2021 Page Two

The Town Manager stated that in trying to figure out how to help the businesses in the Complex, a proposal was put forward to convert private parking to public parking. The Town Manager stated further that the Town, as it benefits from the businesses being in town, would provide the asphalt paving for the parking only, the property owner would be responsible for all site preparation to get the property ready for paving. The Town Manager stated that a public hearing was being held this evening for the consideration of an amendment to the FY-22 budget to allow paving of the certain areas of the Silk Mill Complex for public parking.

The Mayor declared the Public Hearing open and outlined the rules for speaking this evening.

The following individuals appeared before Council in opposition of the FY-22 budget amendment for paving at the Silk Mill Complex:

Marsha Jacobs – 11090 Landon Lane Beth Yowell – 161 Lafayette Lane Ext. Barry Jacobs – 11090 Landon Lane Ext. Carol Hallman – 358 E. Main Street David Laylin – 358 E. Main Street Grayon Butterfield – 11499 Rapidan Road

The following individuals were in favor of the FY-22 budget amendment to pave and provide extra parking at the Silk Mill Complex:

Steve Speelman – Owner, Ironpipe Alewerks McKenzie Whelan – Orange Chiropractic Kent Higginbotham – Owner, Silk Mill Complex

After lengthy discussion by Town Council, motion was made by Councilmember Bosford, seconded by Mayor Roby, to adopt Resolution (RES2021-07), amending the FY22 Budget authorizing the allocation of \$221,000 for paving at the Silk Mill Complex to benefit businesses located in and nearby the Complex, as presented. On vote, Mayor Roby – nay, Vice-Mayor Sherman – nay, Councilmember Bosford – aye, Councilmember Fox – nay, and Councilmember Waugh-Robinson – nay. The motion failed with only one member voting aye.

Town Council thanked citizens for coming out this evening.

INTRODUCTION OF NEW POLICE CHIEF AND LIEUTENANT

The Town Manger introduced new Police Chief, Kiline Madison and Lieutenant, Rebecca Moody.

Town Council Meeting Minutes November 15, 2021 Page Three

PUBLIC COMMENT

Mr. Robert Lovett of 161 Spicers Mill Road appeared before Council regarding concern over the proposed park on Church Street.

TOWN COUNCIL CONSIDERED TOWN COUNCIL MEETING MINUTES OF OCTOBER 18th and NOVEMBER 1st, 2021

Motion was made by Councilmember Waugh-Robinson, seconded by Councilmember Bosford, to adopt the minutes of October 18th and November 1st, 2021, as presented. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

REPORTS

FINANCE REPORT

The Town Manager stated that he would be reporting on the fourth month for FY2022:

The Town Manager reported that on Page 5-3 "Current Month" – General Fund Tax Revenues for October amounted to \$353,936, of which \$121,574 was derived from Meals Tax and \$56,774 from Local Sales Tax.

The Town Manager reported that on Page 5-4 Water Sales through October were \$499,892 currently tracking about \$50,000 better than budget. The Town Manager report further that Sewer Sales Revenue through October was \$499,892 and currently tracking about \$27,500 better than budgeted.

The Town Manager also stated that on Page 5-4 leachate sales through September were \$93,763 and there was no activity for the month of October.

The Town Manager reported that payments for the month amounted to \$405326.85, which was a typical for a month without debt payments.

The Town Manager stated that to date, expenditure from the ARPA tranche 1 funding amount to \$45,508 of which \$35,550 went towards engineering services for the Liquid Feed Project at the Water Plant, and \$9,958 toward the new SCADA system at the Sewer Plant.

Town Council Meeting Minutes November 15, 2021 Page Four

UNFINISHED BUSINESS

FIBER UPDATE

Councilmember Bosford stated that he had a personal interest with this matter because his wife, Ashley, worked as a receptionist for FiberLync. Councilmember Bosford decided that his personal interest did not rise to a conflict at this time and therefore remained for this agenda item.

The Director of Community Development reported that staff had been working with two separate broadband providers regarding broadband in the Town.

The Director of Community Development stated that Firefly had submitted a proposal in response to the RFP for a PPEA project and staff had been working with the Town Attorney to finalize the review of the Memorandum of Understanding submitted by Firefly and reply with comments. The Director of Community Development stated further that staff had begun discussing the next steps in the PPEA process which would be moving from the MOU to negotiate and interim and comprehensive final agreements. The Director of Finance stated that Firefly had stated they had no issues signing a franchise agreement with the Town.

The Director of Finance stated that the Town had also been working with FiberLync, who had approached the Town regarding installing the infrastructure and providing broadband services within the Town. The Director of Finance reported that staff had met with Supervisors Jim White and Keith Marshall to discuss the project and discussion was held on the difference between a Franchise Agreement and a Franchise Fee. The Director of Finance stated that the Town reiterated that the Town did not charge a franchise fee which seemed to open up a potential avenue for continued discussions. The Director of Community Development stated that that before construction could start FiberLync would be required to sign a Franchise Agreement, which they had already agreed to do in the 2018 right of way agreement.

CONSIDERATION OF RESOLUTION (RES2021-08) APPROACHING FUNDS

The Town Manager reported that at the November 1st work session meeting Town Council voted to procure the removal of the bump out on the CVS Side at Round Hill Drive and North Street. The Town Manager stated that staff was requesting that Council adopt this Resolution for budget purposes.

Motion was made by Vice-Mayor Sherman, seconded by Councilmember Waugh-Robinson, to adopt Resolution (RES2021-08), appropriating fund for the bump out removal at Round Hill Drive and North Street. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

Town Council Meeting Minutes November 15, 2021 Page Five

BE IT RESOLVED, by the Town Council of the Town of Orange, that the budget for FY 2022 be amended for the following item:

REQUEST FOR ADDITIONAL FUNDS: CAPITAL FUND - FUND 20 North Street Project 20,700 North Street Bump Out Removal 20-9400-58239 20-0000-99999 (20,700) Transfer From General Fund GENERAL FUND - FUND 10 Transfer To General Fund 10-0000-99999 20,700 10-0000-32505 (20,700)· Reserve Fund

Given this under my hand, after necessary approval of the Town Council, this the 15th day of November, 2021.

CONSIDERATION OF HOLDING ONLY ONE TOWN COUNCIL MEETING IN DECEMBER TO BE MOVED TO THE SECOND MONDAY IN DECEMBER – DECEMBER 13, 2021

The Town Manger reported that in the past Town Council only had one Council meeting in the months of July and December. The Town Manager reported further that Council also normally held their meeting on the second Monday when the third Monday fell on a holiday week.

Motion was made by Councilmember Waugh-Robinson, seconded by Councilmember Bosford, to authorize staff to move the regular December Town Council meeting to Monday, December 13th at 7 p.m. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

TOWN COUNCIL HELD A CLOSED SESSION UNDER 2.2-3711, SUBSECTION 8 FOR THE PURPOSE OF CONSULTATION WITH LEGAL COUNSEL REGARDING SPECIFIC LEGAL MATTERS REQUIRING THE PROVISION OF LEGAL ADVICE BY SUCH COUNSEL INVOLVING CONTRACT MATTERS

Motion was made by Mayor Roby, seconded by Councilmember Bosford, to move into closed session under the provisions of State Code Section 2.2-3711, subsection 8 for the purpose of consultation with legal counsel regarding specific legal matters requiring the provision of legal advice by such counsel involving contract matters. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

A five-minute recess was held before going into closed session.

Motion was made by Councilmember Bosford, seconded by Vice-Mayor Sherman, to leave closed session and reconvene in regular session. On roll call vote, Councilmember Fox – aye,

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Vice-Mayor Sherman – aye, Councilmember Waugh-Robinson – aye, Councilmember Bosford – aye, and Mayor Roby – aye. The motion carried unanimously. All members swore that they only discussed matters lawfully permitted under the State Code and so noted in the motion convening the Closed Session.

FIBERLYNC

Kent Higginbotham stated that the Town was in the County and the Town and County needed to work together to get FiberLync in the Town.

ROTARY HOLIDAY PARADE

Mayor Roby stated that the Rotary Holiday Parade was scheduled for Sunday, December 5th at 4 p.m. After discussion, it was the consensus of Council to get a Town truck and ride in the parade.

With no further business the meeting adjourned at 8:44 p.m.

Wendy J. Chewning, MMC

Town Clerk

Martha B Roby Mayor

Town Council Meeting Minutes December 13, 2021 Page One

The Orange Town Council held a regular meeting at 7 p.m. in the Town's Community Meeting Room. Town Councilmembers present were: Vice-Mayor Frederick W. "Rick" Sherman, Jr., Councilmembers Timothy Bosford, Jr., Elliott Fox, Jr., and Donna Waugh-Robinson. Staff members present were: Town Manager Gregory S. Woods, Town Clerk Wendy J. Chewning, MMC, Town Attorney Catherine Lea, Director of Community Development John Cooley, Director of Finance Norris John, and Interim Director of Finance Dianna Gomez.

CALL TO ORDER

Vice-Mayor Sherman led the Pledge of Allegiance.

The Vice-Mayor called the meeting to order. The Town Clerk called roll and noted that there was a quorum present.

ADOPTION OF AGENDA

The Town Manager recommended adding the cancellation of the January 3rd Town Work Session Meeting to the end of New Business.

Motion was made by Councilmember Waugh-Robinson, seconded by Councilmember Bosford, to adopt the agenda, as presented. On vote, Mayor Roby – absent, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

PUBLIC COMMENT

There was no Public Comment.

TOWN COUNCIL CONSIDERED TOWN COUNCIL MEETING MINUTES OF NOVEMBER 15, 2021

Motion was made by Councilmember Waugh-Robinson, seconded by Councilmember Bosford, to adopt the minutes of November 15, 2021, as presented. On vote, Mayor Roby – absent, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

REPORTS

PRESENTATION OF THE FY21 AUDIT REPORT

Mr. Matt McLearen of Robinson, Farmer, Cox, and Associates presented the FY21 Audit Report.

Town Council Meeting Minutes December 13, 2021 Page Two

FINANCE REPORT

The Director of Finance stated that he would be reporting on the fifth month for FY2022:

The Director of Finance reported that on Page 5-3 "Current Month" – General Fund Tax Revenues for November amounted to \$462,261, of which \$157,646 was derived from Real Estate Tax and \$132,913 from Meals Tax.

The Director of Finance reported that on Page 5-4 Water Sales through November were \$612,465 currently tracking about \$50,000 better than budget. The Town Manager report further that Sewer Sales Revenue through November were \$687,825 and currently tracking about \$30,000 better than budgeted.

The Director of Finance also stated that on Page 5-4 leachate sales through September were \$93,763 and there was no activity for the months of October and November.

The Director of Finance reported that payments for the month amounted to \$784,489.57, of which \$325,152.19 was the bi-annual debt payment.

The Director of Finance stated that to date, expenditure from the ARPA tranche 1 funding amount to \$100,595 of which \$67,050 went towards engineering services for the Liquid Feed Project at the Water Plant, and \$33,545 toward the new SCADA system at the Sewer Plant.

The Town Manager introduced Mrs. Dianna Gomez the Town's new Director of Finance. The Town Manager stated that Norris John would be retiring at the end of the month and Mrs. Gomez would be taking over the reins. Vice-Mayor Sherman thanked Mr. John for his dedication and all of his hard work and wished him the best in his retirement.

UNFINISHED BUSINESS

FIBER UPDATE

Councilmember Bosford stated that he had a personal interest with this matter because his wife, Ashley, worked as a receptionist for FiberLync. Councilmember Bosford decided that his personal interest did not rise to a conflict at this time and therefore remained for this agenda item.

The Director of Community Development stated that he continued to work with both Firefly and FiberLync. The Director of Community Development reported on statuses with both Firefly and FiberLync.

The Town Manager reported that he met with Orange County Supervisors Marshall and White today regarding FiberLync and the process moving forward.

Town Council Meeting Minutes December 13, 2021 Page Three

PRESENTATION FROM ZANN NELSON – UPDATE ON INTERPRETIVE PANELS AND COMMEMORATIVE PARK PROJECT ON CHURCH AND CHAPMAN STREETS

Ms. Zann Nelson updated Council on the interpretive panels and Commemorative Park Project on Church and Chapman Streets. Reverend Daryl Crump, President of Orange County African American Historical Society, stated that he was excited about the Parklet, and he hoped the Town was as excited.

It was consensus of Council to issue a conditional approval letter to the OCAAHS for the Commemorative Park Project that could be used for fundraising.

CONSIDERATION OF MOVING THE REGULAR MONDAY, JANUARY 17, 2022, TOWN COUNCIL MEETING TO TUESDAY, JANUARY 18, 2022, BECAUSE IT FALLS ON A TOWN HOLIDAY – MARTIN LUTHER KING JR DAY

The Town Manger stated that staff was recommending the regular Monday, January 17, 2022, Town Council meeting be moved to Tuesday, January 18, 2022, because the Monday meeting fell on a Town Holiday – Martin Luther King Jr. Day.

Motion was made by Councilmember Waugh-Robinson, seconded by Councilmember Bosford, to authorize staff to move the regular January 17th Town Council Meeting to Tuesday, January 18th because the Monday meeting date fell on a Town Holiday – Martin Luther King Jr. Day. On vote, Mayor Roby – absent, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

CONSIDERATION OF CANCELING THE JANUARY 3RD TOWN COUNCIL WORK SESSION MEETING

Motion was made by Councilmember Fox, seconded by Councilmember Waugh-Robinson, to cancel the Monday, January 3, 2022, Town Council Work Session Meeting. On vote, Mayor Roby – absent, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

TOWN COUNCIL HELD A CLOSED SESSION UNDER 2.2-3711, SUBSECTION 8 FOR THE PURPOSE OF CONSULTATION WITH LEGAL COUNSEL REGARDING SPECIFIC LEGAL MATTERS REQUIRING THE PROVISION OF LEGAL ADVICE BY SUCH COUNSEL INVOLVING CONTRACT MATTERS

Motion was made by Councilmember Waugh-Robinson, seconded by Councilmember Bosford, to move into closed session under the provisions of State Code Section 2.2-3711, subsection 8 for the purpose of consultation with legal counsel regarding specific legal matters requiring the provision of legal advice by such counsel involving contract matters. On vote, Mayor Roby –

Town Council Meeting Minutes December 13, 2021 Page Four

absent, Vice-Mayor Sherman - aye, Councilmember Bosford - aye, Councilmember Fox - aye, and Councilmember Waugh-Robinson - aye. The motion carried unanimously.

A five-minute recess was held before going into closed session.

Motion was made by Councilmember Bosford, seconded by Councilmember Waugh-Robinson, to leave closed session and reconvene in regular session. On roll call vote, Councilmember Bosford – aye, Councilmember Fox – aye, Vice-Mayor Sherman – aye, Councilmember Waugh-Robinson – aye, and Mayor Roby – absent. All members swore that they only discussed matters lawfully permitted under the State Code and so noted in the motion convening the Closed Session.

With no further business the meeting adjourned at 9:15 p.m.

Wendy J. Chewning, MMC

Town Clerk

Frederick W. Sherman, Vice-Mayor



MOTION BY: Councilmember Waugh-Robinson MEETING DATE: December 13, 2021

SECOND BY: Councilmember Bosford PURPOSE: Consultation with Legal Counsel regarding

Specific Legal Matters requiring the provision of legal advice by such counsel involving contract matters

CERTIFICATION OF CLOSED MEETING

WHEREAS the Town Council of the Town of Orange has convened an 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 Town Council of the Town of Orange that such closed meeting was conducted in conformity with Virginia law;

NOW, THEREFORE, BE IT RESOLVED, that the Town Council of the Town of Orange hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully discussed in the closed meeting to which this certification resolution applies, and (ii) only such business matters as were identified in the motion convening the closed meeting were heard, discussed or considered by the Town Council of the Town of Orange.

VOTE

AYES: Vice Mayor Sherman, Councilmembers Bosford, Fox, and Waugh-Robinson.

*NAYS: None.

ABSENT DURING VOTE: Mayor Roby

ABSENT DURING MEETING: Mayor Roby

Clerk of Council Town of Orange

^{*} For each nay vote, the substance of the departure from the requirements of the Act should be described.

Town Council Meeting Minutes January 18, 2022 Page One

The Orange Town Council held a regular meeting at 7 p.m. in the Town's Community Meeting Room. Town Councilmembers present were: Mayor Martha B. Roby, Vice-Mayor Frederick W. "Rick" Sherman, Jr., Councilmembers Timothy Bosford, Jr., and Elliott Fox, Jr. Staff members present were: Town Manager Gregory S. Woods, Deputy Town Clerk Kimberly Strawser, CMC/CZA, Town Attorney Catherine Lea and Director of Finance Dianna Gomez were also present. Councilmember Donna Waugh-Robinson and Town Clerk Wendy Chewning, MMC were absent.

CALL TO ORDER

Mayor Roby led the Pledge of Allegiance.

The Mayor called the meeting to order. The Deputy Town Clerk called roll and noted that there was a quorum present.

ADOPTION OF AGENDA

The Town Manager recommended adding item "C" under Unfished Business to give an update on the Fiber Optic Franchise Agreement he received from the County.

Motion was made by Vice-Mayor Sherman, seconded by Councilmember Fox, to adopt the agenda, as amended. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – absent. The motion carried unanimously.

PUBLIC COMMENT

Ms. Anna Pillow, Executive Director of the Arts Center of Orange, appeared before Council to give an update on the grant that was received for the Mural Project that will be done in Town sometime this summer.

Mrs. Marsha Jacobs of 11090 Landon Lane Extended appeared before Council and read a letter against the Lafayette Street proposal. Mrs. Jacobs asked that Council vote no to the unsolicited bid regarding Lafayette Street.

Mr. Kent Higginbotham of 150 Blue Ridge Drive appeared before Council asking for support of the Lafayette Street proposal.

TOWN COUNCIL CONSIDERED TOWN COUNCIL MEETING MINUTES OF DECEMBER 13, 2021

Mayor Roby stated she would abstain from the vote since she was not present at the December 13th meeting.

Town Council Meeting Minutes January 18, 2022 Page Two

Motion was made by Councilmember Bosford, seconded by Councilmember Fox, to adopt the minutes of December 13, 2021, as presented. On vote, Mayor Roby – abstained, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – absent. The motion carried unanimously.

REPORTS

FINANCE REPORT

The Director of Finance stated that she would be reporting on the sixth month for FY2022:

The Director of Finance reported that on Page 5-3 – General Fund Tax Revenues include a \$120,143 YTD favorable variance to budget for Meals Tax.

The Director of Finance reported that on Page 5-4 – the Town received \$291,674 from VDOT for the ISTEA Mainstreet Project. The Director of Finance stated that the remaining carryover of \$393,326 will not be reimbursed and has been removed from the Revenue projections.

The Director of Finance reported that on Page 5-4 – Water Sales Revenue through December were \$772,947 currently tracking \$50,000 better than budget YTD.

The Director of Finance also stated on page 5-4 Sewer Sales Revenue through December were \$1,019,455 which is \$143,423 better than budget YTD. The Director of Finance reported that included in the 2nd half of FY2022 budget is \$431,550 in Sewer Availability charges that depend heavily on the progress on at Round Hill Meadows housing development.

The Director of Finance reported that Leachate Sales were \$93,763 YTD and there was no activity for the months of November and December.

The Director of Finance reported on page 5-12 thru page 5-14 payments for December were \$318,981 and were all normal course of business disbursements.

The Director of Finance reported that Expenditures from the \$2,643,592 ARPA tranche 1 funding amount were \$123,563 YTD, of which \$67,050 went toward engineering services for the Liquid Feed project at the Water Plant and \$56,513 went towards the new SCADA system for the Sewer Plant.

Town Manager stated that regarding the ISTEA carry over of \$393,326 that the Director of Finance reported would not be reimbursed, they were actually received last year.

Town Council Meeting Minutes January 18, 2022 Page Three

UNFINISHED BUSINESS

REQUEST FOR COMMEMORATIVE PARK AUTHORIZATIONS

The Town Manager reported that staff was requesting that Council either authorize advertisement for a public hearing or in the absence of needing or wanting one, for the conditional approval for the Orange County African American Historical Society (OCAAHS) to construct a commemorative park recognizing the contributions to the Town by its African American community. The Town Manager stated that the park would be constructed by the OCAAHS and the obligations of the Town would be as follows: provide the site engineering based on drawing by Frazier & Associates provided by OCAAHS, allow the usage of the Town's water meter on the property, and allow OCAAHS to remove the metal fence.

The Town Manager reported that OCAAHS would be responsible for the following: advertising for the groundbreaking and construction of the park & promotion of the park. The Town Manager reported further that the park would be located at the intersection of Church and Chapman Streets. The Town Manager reported that there was also an email from Zann Nelson with photos of the proposed location.

After discussion, motion was made by Councilmember Bosford, seconded by Vice-Mayor Sherman, to authorize the OCAAHS conditional approval to construct a parklet at the intersection of Church and Chapman Streets. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – absent. The motion carried unanimously.

DISCUSSION OF LAFAYETTE STREET PROPOSAL

The Town Manager reported that he received a proposal for the sale of Lafayette Street. The Town Manager stated that he was asking Council for direction on how to proceed moving forward.

The Town Attorney stated that the sale of land by a locality is addressed in Virginia Code and the Town Charter does not include any qualifications on the sale of land. The Town Attorney reported the property was not public use and that State Code §15.2-1800 permitted the lease or sale by "public or private sale". The Town Attorney reported further that §15.2-1802 permitted the sale of land for development of business or industry. The Town Attorney stated that the sale of this property in a private sale may be authorized by resolution passed by the Town Council in a public hearing, but there was no requirement for a bid process.

The Town Attorney reviewed and discussed procedures if the land were determined surplus or the receipt of an unsolicited bid for the purchase of the property. The Town Attorney stated that Council or the Town Manager may under law, set any terms for the sale of the property including a "buy-back option" if such development for business or industry is not accomplished within a

Town Council Meeting Minutes January 18, 2022 Page Four

set time frame. The Town Attorney stated further that Council may review bids in closed session.

After discussion, Vice-Mayor Sherman stated that this subject had been very controversial, and he would like to see this tabled for at least a year. Vice-Mayor Sherman stated further he was not ready to declare this property a surplus. Councilmember Bosford stated that if Council waited another year the town would lose businesses, if the businesses couldn't grow.

Motion was made by Councilmember Bosford, seconded by Mayor Roby, to allow the Town Manager to continue the negotiation of the contract that was received. On vote, Mayor Roby – aye, Vice-Mayor Sherman – nay, Councilmember Bosford – aye, Councilmember Fox – nay, and Councilmember Waugh-Robinson – absent. The motion was a tie and died.

The Town Manager questioned whether Council wished to discuss the proposal again when all of Council was present.

After discussion, motion was made by Councilmember Bosford, seconded by Mayor Roby, to move this discussion to the next public meeting February 22nd, when all of Council would be present. On vote, Mayor Roby – aye, Vice-Mayor Sherman – nay, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – absent. The motion carried with one member voting nay.

UPDATE ON THE FIBER FRANCHISE ORDINANCE

Councilmember Bosford stated may have a potential conflict of interest because his wife was employed by one of the bidders, however he would like to stay in his seat for the update. Council agreed. The Town Manager gave an update on the franchise agreement.

CONSIDERATION OF MOVING THE REGULAR MONDAY, FEBRUARY 21, 2022, TOWN COUNCIL MEETING TO TUESDAY, FEBRUARY 22, 2022, BECAUSE IT FALLS ON A TOWN HOLIDAY –PRESIDENT'S DAY

The Town Manger stated that staff was recommending the regular Monday, February 21, 2022, Town Council meeting be moved to Tuesday, February 22, 2022, because the Monday meeting fell on a Town Holiday –President's Day.

Motion was made by Councilmember Bosford, seconded by Councilmember Fox, to authorize staff to move the regular February 21st Town Council Meeting to Tuesday, February 22nd because the Monday meeting date fell on a Town Holiday – President's Day. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – absent. The motion carried unanimously.

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ROTARY UPDATE

Mayor Roby sated that Chief Madison attended the Rotary meeting and gave a presentation on his history in Law Enforcement and history of him being native to the area. Mayor Roby received many emails of the good job he did, kudos to him for a great presentation.

With no further business the meeting adjourned at 7:48 p.m.

Kimberly Strawser, CMC/CZA

Deputy Town Clerk

Martha B. Roby, Mayor

Town Council Meeting Minutes February 7, 2022 Page One

The Orange Town Council held a work session meeting at 6:00 p.m. in the Town of Orange Community Center Meeting Room. Town Councilmembers present were: Mayor Martha B. Roby, Vice-Mayor Frederick W. "Rick" Sherman, Jr., Councilmembers Timothy Bosford, Jr., Elliott Fox, Jr., and Donna Waugh-Robinson. Staff members present were: Town Manager Gregory S. Woods, Town Clerk Wendy J. Chewning, MMC, Town Attorney Catherine Lea, Director of Community Development John Cooley, AICP, CZA, and Director of Finance Dianna Gomez.

CALL TO ORDER

Mayor Roby opened the meeting. The Town Clerk called roll and noted that there was a quorum present.

ADOPTION OF AGENDA

The Town Manager stated that a Closed Session was no longer needed this evening and he would be updating Council on Broadband. Mayor stated that she would like to add an update on the Town's Sesquicentennial to end of the agenda, and an update on the Just Orange Committee in Orange to the end of the agenda.

Motion was made by Councilmember Waugh-Robinson, seconded by Councilmember Bosford, to adopt the agenda, as amended. On vote, Mayor Roby – aye, Vice- Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

FY-2023 BUDGET WORK SESSION

The Town Manager stated that the FY23 DRAFT Budget was not finished, but gave an overview of the FY 23 Budget to date:

The Town Manager stated that there were no tax or rate increases in the FY23 proposed draft budget; there was a 3.0% COLA increase for employees (effective July 1, 2022); an increase in VRS (but it was not known yet); and a possible health insurance increase. The Town Manager stated that this was also not known as of this time. The Town Manager stated further that there were added Capital expenditures for a new Public Works vehicle, Office automation upgrades, new sidewalk on Spicer's Mill Road, and the Hilltop Partial Road buildout. The Town Manager stated that there was no revenue sharing projects for FY-23. The Town Manager stated that other items to possible include in the FY-23 Budget were the Town Hall Car, Meeting Recording Equipment, Upgrades to Computer/Servers, Paving of Chapman Street lot, and additional support for Charters of Freedom. The Town Manager noted that he had not met with Department Heads on their budgets individually yet. The Town Manager also commented that staff was looking into costs for possibly contracting out trash and/or mowing. The Town Manager stated that the Overall Major Impact to the Budget included Round Hill Meadows which was 50 new single-family homes in FY-23.

BAND SCREEN REPLACEMENT AT THE WASTEWATER PLANT

The Town Manager updated Town Council on the damaged Band Screens at the Town's Wastewater Treatment and on the different options available to replace these screens. After discussion, motion was made by Vice-Mayor Sherman, seconded by Councilmember Waugh-Robinson, to move that Town Council authorize the spending of ARPA funds for the replacement of the band screens in the amount of

Town Council Meeting Minutes February 7, 2022 Page Two

\$270,000. On vote, Mayor Roby – aye, Vice- Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

LAFAYETTE STREET

Mayor Roby stated that three things needed to be decided tonight regarding Lafayette Street: 1) Do we put the property out to bid; 2) Do we accept the current unsolicited bid; 3) Do we not move forward at all?

A lengthy discussion was held by Town Council and staff. Motion was the made by Councilmember Bosford, seconded by Councilmember Waugh-Robinson, to authorize the Town Manager to negotiate with the unsolicited bidder and then report back to Town Council later. On vote, Mayor Roby – aye, Vice- Mayor Sherman – nay, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried with one member voting nay.

Vice-Mayor Sherman reminded Town Council that they had already authorized \$275,000 to be spent on a parking lot on Montevista Avenue that was to be used for overflow parking at the Silk Mill Complex. Vice-Mayor Sherman also stated that the property was not surplus, the Town needed the lot.

UPDATES ON BROADBAND PROJECT

Councilmember Bosford stated that he had a personal interest with this matter because his wife, Ashley, worked as a receptionist for FiberLync. Councilmember Bosford decided that his personal interest did not rise to a conflict at this time and therefore remained for this agenda item.

The Town Manager reported that he had hoped to discuss a FiberLync Franchise Agreement with Town Council tonight, but never heard back from the County. The Town Manager stated that he didn't really understand because the County has stated that don't have a problem entering into the Agreement. The Town Manger reported further that Firefly engineers were currently designing an overall plan for the Town.

JUST ORANGE COMMITTEE IN ORANGE COUNTY

Mayor Roby stated that she and Councilmember Bosford had attended a Just Orange Committee Meeting. Mayor Roby stated that Just Orange was composed of a group of student ambassadors who were interested in learning more about local government from local government leaders who would serve as mentors. Mayor Roby stated that right now the group planned to meet quarterly.

UPDATE ON TOWN'S SESQUICENTENNIAL CELEBRATION

Mayor Roby updated Council on the Town's Sesquicentennial Celebration to be held, Saturday, June 11, 2022, in Taylor Park, with events to include a 5K Walk/Run, music, wine/beer competition, history kiosk displays, and the day would end with fireworks. Mayor Roby stated that the leg work was tremendous, and Galen Greenlaw had been hired as an Event Planner to assist the Committee. Mayor Roby stated further that the Celebration kickoff for the event would be the first week of March and the website address was www.townoforangeva150.com.

Town Council Meeting Minutes February 7, 2022 Page Three

With no further business the meeting adjourned at 8:00 p.m.

Wendy J. Chewning, MMC, Town Clerk

Town Council Meeting Minutes February 22, 2022 Page One

The Orange Town Council held a regular meeting at 7 p.m. in the Town's Community Meeting Room. Town Councilmembers present were: Mayor Martha B. Roby, Vice-Mayor Frederick W. "Rick" Sherman, Jr., Councilmembers Elliott Fox, Jr, and Donna Waugh-Robinson. Staff members present were: Town Manager Gregory S. Woods, Town Clerk Wendy J. Chewning, MMC, Town Attorney Catherine Lea, Director of Finance Dianna Gomez, and Director of Community Development John Cooley were also present. Councilmember Timothy Bosford was absent.

CALL TO ORDER

Councilmember Fox led the Pledge of Allegiance.

The Mayor called the meeting to order. The Town Clerk called roll and noted that there was a quorum present.

ADOPTION OF AGENDA

The Town Manager recommended adding two items to New Business to include a Letter of Support request for the RRRC Comprehensive Economic Development Strategy (CEDS) Planning Grant and consideration of a revitalization area resolution for the Sheltering Arms Property. Motion was made by Councilmember Fox, seconded by Councilmember Waugh-Robinson, to adopt the agenda, as amended. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – absent, Councilmember Fox – aye, and Councilmember Waugh-Robinson – absent. The motion carried unanimously.

PUBLIC COMMENT

Mrs. Beth Yowell of 161 Lafayette Street thanked Town Council for their service. Mrs. Yowell stated further concern over the sale of the Lafayette property owned by the Town.

Ms. Zann Nelson appeared before Council on behalf of the African American Historical Society thanking the Town for a wonderful Groundbreaking Ceremony. Ms. Nelson stated that the panels had been designed a little differently and were now in production. Ms. Nelson stated that they would be done in 30 to 45 days and the landscaping and walkways needed to be done before the pedestals.

Ms. Nelson introduced Bruce Munroe as the OCAAHS new President. Ms. Nelson stated that they planned to hold a celebration on Saturday, June 19th.

Mrs. Charlotte Cole, Executive Director for Orange Downtown Alliance, stated that the National Main Street Conference was in Richmond this year in May.

Town Council Meeting Minutes February 22, 2022 Page Two

TOWN COUNCIL CONSIDERED TOWN COUNCIL MEETING MINUTES OF JANUARY 18th AND FEBRUARY 7th, 2022

Motion was made by Vice-Mayor Sherman, seconded by Councilmember Fox, to adopt the minutes of January 18th and February 7th, 2022, as presented.

REPORTS

FINANCE REPORT

The Director of Finance stated that she would be reporting on the seventh month of FY2022:

The Director of Finance reported that on Page 5-3 – General Fund Tax Revenues include a a 200K YTD favorable variance to budget for Meals Tax.

The Director of Finance reported that on Page 5-4 – Water Sales Revenue through January is \$831,773 with the January usage charges billed in February, water sales will still be tracking \$50,000 better than budget.

The Director of Finance also stated on page 5-4 Sewer Sales Revenue through January was \$1,103,857 with the January usage charges billed in February, sewer sales will be tracking \$50K better than budget YTD. The Director of Finance reported that included in the 2nd half of FY2022 budget is \$431,550 in Sewer Availability charges that have been reduced in the projection to 20 homes (\$246,600) for the Seasons at Round Hill Meadows housing development.

The Director of Finance reported that payments for January were \$261,640 and included \$73,159 principal and interest payments to US Bank.

The Director of Finance reported that Expenditures from the \$2,643,592 ARPA tranche 1 funding amount to \$134,681 YTD, of which \$71,450 went toward engineering services for the Liquid Feed project for the Water Plant, \$58,231 went toward the new SCADA system for the Sewer Plant, and \$5,000 went to Standpipe Engineering services.

UNFINISHED BUSINESS

There was no Unfinished Business.

Town Council Meeting Minutes February 22, 2022 Page Three

NEW BUSINESS

TOWN COUNCIL DISCUSSED THE MARSHALL HEIGHTS STANDPIPE CONSTRUCTION PROJECT

Town Council and staff held a discussion on different standpipe alternatives for the Marshall Heights Standpipe Construction Project. After discussion, it was the consensus of Council to permit staff to explore all options available.

TOWN COUNCIL CONSIDERED RESOLUTION (RES2022-01) FOR A REVITALIZATION AREA FOR THE SHELTERING ARMS PROPERTY

The Town Manager reported that the Rappahannock-Rapidan Community Services Board was requesting a revitalization Resolution of Support for the deconstruction of the Shelter Arms building on Madison Road. The Town Manager stated that the new facility would have 16 residency units, 2 for families, with mixed use zoning. Motion was made by Vice-Mayor Sherman, seconded by Councilmember Waugh-Robinson to adopt Resolution (RES2022-01), as presented. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – absent, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

RESOLUTION (RES2022-01)

WHEREAS, pursuant to Section 36-55.30:2.A of the Code of Virginia of 1950, as amended, the Town Council of the Town of Orange of Orange, Virginia, desire to designate the area (the "Area") described on Exhibit A attached hereto as a revitalization area.

NOW, THEREFORE, BE IT HEREBY DETERMINED as follows:

- (1) the Area is blighted, deteriorated, deteriorating or, if not rehabilitated, likely to deteriorate by reason that the buildings, improvements, or other facilities in the Area are subject to one or more of the following conditions: dilapidation; obsolescence, overcrowding; inadequate ventilation, light or sanitation; excessive land coverage; deleterious land use; or faulty or inadequate design, quality or condition; and
- (2) private enterprise and investment are not reasonably expected, without assistance, to produce the construction or rehabilitation of decent, safe and sanitary housing and supporting facilities that will meet the needs of low and moderate income persons and families in the Area and will induce other persons and families to live within the Area and thereby create a desirable economic mix of residents in the Area.

NOW, THEREFORE, BE IT HEREBY RESOLVED that pursuant to Section 36-55.30:2A of the Code of Virginia of 1950, as amended, the Area is hereby designated as a revitalization area.

NOW, THEREFORE, BE IT HEREBY FURTHER DETERMINED that the following nonhousing building or buildings (or nonhousing portion or portions of the building or buildings) located or to be located in the Area are necessary or appropriate for the revitalization of the Area:

Given this under my hand, after necessary approval of the Town Council, this 22rd day of February 2022.

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TOWN COUNCIL CONSIDERED A LETTER OF SUPPORT FOR THE RAPPAHANNOCK-RAPIDAN REGIONAL COMMISSION COMPREHENSIVE ECONOMIC DEVELOPMENT STRATEGY PLANNING GRANT

The Town Manager stated that the Rappahannock-Rapidan Regional Commission was continuing to pursue funding for development of a regional CEDS plan. The Town Manager reported further that at this time they were finalizing an application to the U.S. Economic Development Administration Economic Adjustment Assistance Program and were seeking letters of support. After discussion, motion was made by Councilmember Waugh-Robinson, seconded by Vice-Mayor Sherman, to issue a letter of support for the application. On vote, Mayor Roby — aye, Vice-Mayor Sherman — aye, Councilmember Bosford — absent, Councilmember Fox — aye, and Councilmember Waugh-Robinson — aye. The motion carried unanimously.

TOWN COUNCIL HELD A CLOSED SESSION UNDER 2.2-3711, SUBSECTION 8 FOR THE PURPOSE OF CONSULTATION WITH LEGAL COUNSEL REGARDING BROADBAND FOR THE CITIZENS OF THE TOWN

Motion was made by Mayor Roby, seconded by Councilmember Waugh-Robinson, to move into closed session under the provisions of State Code Section 2.2-3711, subsection 8 for the purpose of consultation with legal counsel regarding broadband for the citizens of the Town. On vote, Mayor Roby — aye, Vice-Mayor Sherman — aye, Councilmember Bosford — absent, Councilmember Fox — aye, and Councilmember Waugh-Robinson — aye. The motion carried unanimously.

A five-minute recess was held before going into closed session.

Motion was made by Councilmember Waugh-Robinson, seconded by Councilmember Fox, to leave closed session and reconvene in regular session. On roll call vote, Councilmember Waugh-Robinson – aye, Councilmember Bosford – absent, Councilmember Fox – aye, Vice-Mayor Sherman – aye, Mayor Roby -aye. All members swore that they only discussed matters lawfully permitted under the State Code and so noted in the motion convening the Closed Session.

Motion was made by Vice-Mayor Sherman, seconded by Councilmember Waugh-Robinson, to authorize the Town Attorney to prepare an Ordinance to advertise for Fiber/Broadband services. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – absent, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

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With no further business the meeting adjourned at 9:01 p.m.

Wendy J. Chewning, MMC

Town Clerk



MOTION BY: Mayor Roby MEETING DATE: February 22, 2022

SECOND BY: Councilmember Waugh-Robinson PURPOSE: Consultation with Legal Counsel

regarding Broadband for the citizens of

the Town

CERTIFICATION OF CLOSED MEETING

WHEREAS the Town Council of the Town of Orange has convened an 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 Town Council of the Town of Orange that such closed meeting was conducted in conformity with Virginia law;

NOW, THEREFORE, BE IT RESOLVED, that the Town Council of the Town of Orange hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully discussed in the closed meeting to which this certification resolution applies, and (ii) only such business matters as were identified in the motion convening the closed meeting were heard, discussed or considered by the Town Council of the Town of Orange.

VOTE

AYES: Mayor Roby, Vice Mayor Sherman, Councilmembers Bosford, Fox, and Waugh-Robinson.

*NAYS: None.

ABSENT DURING VOTE: None.

ABSENT DURING MEETING: None.

Clerk of Council
Town of Orange

^{*} For each nay vote, the substance of the departure from the requirements of the Act should be described.

Town Council Meeting Minutes March 7, 2022 Page One

The Orange Town Council held a work session meeting at 6:00 p.m. in the Town of Orange Community Center Meeting Room. Town Councilmembers present were: Mayor Martha B. Roby, Vice-Mayor Frederick W. "Rick" Sherman, Jr., Councilmembers Timothy Bosford, Jr., Elliott Fox, Jr., and Donna Waugh-Robinson. Staff members present were: Town Manager Gregory S. Woods, Town Clerk Wendy J. Chewning, MMC, Town Attorney Catherine Lea, and Director of Finance Dianna Gomez.

CALL TO ORDER

Mayor Roby opened the meeting. The Town Clerk called roll and noted that there was a quorum present.

ADOPTION OF AGENDA

Mayor Roby requested that a discussion of a Council Retreat for 2022 be added to the agenda as Agenda Item Number 7 and Closed Session be moved to Agenda Item Number 8.

Motion was made by Councilmember Bosford, seconded by Councilmember Fox, to adopt the agenda, as amended. On vote, Mayor Roby – aye, Vice- Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

DISCUSSION OF SESQUICENTENNIAL CELEBRATION

Mayor Roby stated that a Sesquicentennial Strategic Planning Meeting was held on February 18th and at this meeting Galen Greenlaw inquired whether the Town was interested in Community Sponsorships to support the celebration. Mayor Roby stated that the Committee was requesting feedback from Council this evening on their thoughts regarding sponsorships. After discussion, it was the consensus of Council to support donation sponsorships from Town businesses and individuals to help pay toward costs for the Town's Sesquicentennial Celebration.

FY-2023 BUDGET WORK SESSION

The Town Manager reported that since the last Budget work session, staff had amended the DRAFT FY23 Budget to include an increase in health insurance from 5% to 8.5%, a VRS increase from 16.84% to 17.67%, and an additional \$75,000 for the IDA to use for Economic Growth. The Town Manager requested that Council consider a 5% Cost of Living Increase for Employees, and a new car to replace the 2006 model car at Town Hall. Vice-Mayor Sherman inquired whether employees who were making less than \$20 an hour would be receiving another half percent. The Town Manager responded that five percent would greatly please employees, while at the same time the half percent would affect the budget by \$4,800.

After discussion, it was the consensus of Council to accept the Town Manager's modifications to the FY23 Budget to include the 5% Cost of Living Increase for employees, a new car to replace the outdated car at Town Hall, and the additional half percent for employees making under \$20 an hour.

The Town Manager reported that the Director of Community Development had spoken with Mrs. Hodges about property needed for the Standpipe and Mrs. Hodges wasn't interested in selling.

Town Council Meeting Minutes March 7, 2022 Page Two

TOWN COUNCIL DISCUSSED AN ORDINANCE TO SOLICIT AND EVENTUALLY GRANT (a) BROADBAND FRANCHISE(S) IN THE TOWN MANAGER

A lengthy discussion was held by Town Council and staff for the purpose of authorizing a Public Hearing for an Ordinance to allow the granting for a broadband franchise agreement for use of the public rights-of-way to design, construct, install, operate, maintain, repair, upgrade, remove and operate a fiber-to-the-premises broadband network for offering broadband internet access to Town of Orange residents and businesses and related infrastructure, within and through the corporate limits of the Town of Orange. Councilmember Fox recommended noting the State Code number in the Ordinance. The Town Attorney stated that the notation would be done at the end of the document.

The Town Attorney reported that Orange County Broadband Authority had submitted a Franchise Agreement that was significantly different from the Town's DRAFT Franchise Agreement. The Town Attorney recommended against accepting this.

The Ordinance was read aloud by the Town Attorney and the Town Clerk noted that there wasn't enough time to fulfill the advertisement requirements in the local paper before the Public Hearing needed to be held. The dates were changed to as follows: Ordinance 1st Reading – March 7th, Ordinance 2nd Reading, Public Hearing and adoption – April 18th, Proposals Due – May 2nd, and Submitted Proposals Announced Tentatively May 5th.

It was the consensus of Town Council to authorize the advertisement for Public Hearing for the Broadband Franchise for the Town of Orange and schedule for Monday, April 18, 2022.

2022 COUNCIL RETREAT

Mayor Roby stated that she would like to have date preferences from Council and staff for a 2022 Council Retreat. After discussion, it was decided that Mayor Roby and the Town Clerk would meet and come up with some dates for a Retreat and forward to Town Council for their availability.

TOWN COUNCIL HELD A CLOSED SESSION UNDER 2.2-3711, SUBSECTION 8 FOR THE PURPOSE OF CONSULTATION WITH LEGAL COUNSEL REGARDING NEGOTIATION OF POTENTIAL CONTRACTS

Motion was made by Mayor Roby, seconded by Vice-Mayor Sherman, to move into closed session under the provisions of State Code Section 2.2-3711, subsection 8 for the purpose of consultation with legal counsel regarding negotiation of potential contracts. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

A five-minute recess was held before going into closed session.

Town Council Meeting Minutes March 7, 2022 Page Three

Motion was made by Councilmember Fox, seconded by Councilmember Waugh-Robinson, to leave closed session and reconvene in regular session. On roll call vote, Vice-Mayor Sherman – aye, Councilmember Waugh-Robinson – aye, Councilmember Bosford – aye, Councilmember Fox – aye, Mayor Roby -aye. All members swore that they only discussed matters lawfully permitted under the State Code and so noted in the motion convening the Closed Session.

With no further business the meeting adjourned at 8:34 p.m.

Wendy J. Chewning, MMC, Town Clerk



MOTION BY: Mayor Roby MEETING DATE: March 7, 2022

SECOND BY: Vice-Mayor Sherman PURPOSE: Consultation with Legal Counsel regarding

negotiation of potential contracts

CERTIFICATION OF CLOSED MEETING

WHEREAS the Town Council of the Town of Orange has convened an 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 Town Council of the Town of Orange that such closed meeting was conducted in conformity with Virginia law;

NOW, THEREFORE, BE IT RESOLVED, that the Town Council of the Town of Orange hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully discussed in the closed meeting to which this certification resolution applies, and (ii) only such business matters as were identified in the motion convening the closed meeting were heard, discussed or considered by the Town Council of the Town of Orange.

VOTE

AYES: Mayor Roby, Vice Mayor Sherman, Councilmembers Bosford, Fox, and Waugh-Robinson.

*NAYS: None.

ABSENT DURING VOTE: None.

ABSENT DURING MEETING: None.

Clerk of Council Town of Orange

^{*} For each nay vote, the substance of the departure from the requirements of the Act should be described.

Town Council Meeting Minutes March 21, 2022 Page One

The Orange Town Council held a regular meeting at 7 p.m. in the Town's Community Meeting Room. Town Councilmembers present were: Mayor Martha B. Roby, Vice-Mayor Frederick W. "Rick" Sherman, Jr., Councilmembers Timothy Bosford, Jr. and Elliott Fox, Jr. Staff members present were: Town Manager Gregory S. Woods, Town Clerk Wendy J. Chewning, MMC, Town Attorney Catherine Lea, Director of Finance Dianna Gomez, and Director of Community Development John Cooley were also present. Councilmember Donna Waugh-Robinson was absent.

CALL TO ORDER

Mayor Roby led the Pledge of Allegiance.

The Mayor called the meeting to order. The Town Clerk called roll and noted that there was a quorum present.

ADOPTION OF AGENDA

Motion was made by Councilmember Fox, seconded by Councilmember Bosford, to adopt the agenda, as presented. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – absent. The motion carried unanimously.

PUBLIC COMMENT

Ms. Deborah McLeod of 137 Tomlinson Court thanked Town Council for all they do and then expressed concern over a resident parking a big truck and trailer taking up a large portion of parking on Tomlinson Court. Ms. McLeod stated that she had researched several other localities and they had ordinances who dealt with parking issues like this.

Ms. Marsha Jacobs of 11090 Landon Lane appeared before Council in opposition of the sale of the Lafayette Street Property.

TOWN COUNCIL CONSIDERED TOWN COUNCIL MEETING MINUTES OF FEBRUARY 22nd AND MARCH 7th, 2022

Motion was made by Vice-Mayor Sherman, seconded by Councilmember Fox, to adopt the minutes of February 22nd and March 7th, 2022, as presented. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – absent. Councilmember Bosford abstained from the February 22nd minutes because he was absent from that meeting.

Town Council Meeting Minutes March 21, 2022 Page One

REPORTS

SESQUICENTENNIAL PRESENTATION

Mayor Roby introduced Galen Greenlaw from OEI Events, the Town's Event Planner for the Town's Sesquicentennial Celebration to be held Saturday, July 11, 2022. Mr. Greenlaw gave an overview of the list of events planned for the Town's Sesquicentennial Celebration to include a 5K for adults and a 1K for kids, two t-shirt contests, history kiosks, time capsule at the Charters of Freedom monument, entertainment, food, beer, and wine, and fireworks at dusk. Mr. Greenlaw stated that the Sesquicentennial Committee had also been working with Orange Downtown Alliance, the Art Center of Orange, and Orange County High School. Mr. Greenlaw stated further that to stay up to date on all the festivities that you could go to the Sesquicentennial website at www.townoforangeva150.com.

ORANGE VOLUNTEER FIRE COMPANY ANNUAL REPORT - CHIEF WHIT JACOBS

Orange Volunteer Fire Company Chief, Whit Jacobs, presented the Company's FY-21 Annual Report to Town Council. A discussion was also held on the Town's ISO rating. Chief Jacobs reported that the department had received a grant and was planning to do a Smoke Detector Campaign in the Fall.

Chief Jacobs stated that the Town and the Orange Volunteer Fire Department had a great working relationship. Chief Jacobs presented the Town with the 2021 SP Higginbotham Award. Chief Jacobs stated that the department was grateful to the Town for the cleaning supplies, gowns, and masks for the pandemic.

Mayor Roby stated that we were happy to have a very reliable fire company in Town.

ODA EXECUTIVE DIRECTOR, CHARLOTTE COLE

Mrs. Charlotte Cole, Executive Director of Orange Downtown Alliance, reported to Council on the performance of the Orange Downtown Alliance.

FINANCE REPORT – DIRECTOR OF FINANCE

The Director of Finance stated that she would be reporting on the eighth month of FY2022:

The Director of Finance reported that on Page 5-16 – General Fund Tax Revenues include the following significant YTD favorable variance to budget: \$200K for Meals Tax, \$59K for Local Sales Tax, and \$37K for Transient/Occupancy Tax.

The Director of Finance reported that on Page 5-17 – Water Sales Revenue through February is \$1,004,113. The Director of Finance reported that revenue is projected to be \$13,000 better than

Town Council Meeting Minutes March 21, 2022 Page Three

budgeted for the year including the reduction of the Water Availability fees due to the delay in Round Hill Meadows.

The Director of Finance also stated on page 5-17 Sewer Sales Revenue through February was \$1,321,952 with revenue to be \$45K unfavorable for the year due to the reduction of the Sewer Availability fees due to the delay in Round Hill Meadows.

The Director of Finance stated that on Page 25 thru 5-27 Payments for February were \$314,536 and included normal course of business spending.

The Director of Finance reported that Expenditures from the \$2,643,592 ARPA tranche 1 funding amount to \$132,963 YTD, of which \$71,450 went toward engineering services for the Liquid Feed project at the Water Plant, \$56,513 went toward the new SCADA system for the Sewer Plant, and \$5,000 went to Standpipe Engineering services.

UNFINISHED BUSINESS

TOWN COUNCIL DISCUSSED A DATE FOR TOWN COUNCIL RETREAT

It was consensus of Council to hold a Council Retreat Meeting on Monday, October 3rd in the Town's Community Meeting Room. Mayor Roby requested that any new potential Town Council candidates be invited to the Retreat and ODA be added to the agenda.

NEW BUSINESS

TOWN COUNCIL CONSIDERED AUTHORIZING AN ADVERTISEMENT FOR PUBLIC HEARING FOR THE FY23 BUDGET AND APPROPRIATION ORDINANCE TO BE HELD APRIL 18, 2022

The Town Manager reported that he had nothing new to add. The Town Manager stated that there were no tax or rate increases in the FY23 proposed draft budget; there was a 5.0% COLA increase for employees (effective July 1, 2022); a 0.83% increase in VRS; and an 8.5% health insurance increase. The Town Manager stated further that there were added Capital expenditures for a new Public Works vehicle, Office automation upgrades, new sidewalk on Spicer's Mill Road, and the Hilltop Partial Road buildout. The Town Manager stated that there was no revenue sharing projects for FY-23. The Town Manager stated that other items in the FY-23 Budget included: a new Town Hall Car, Meeting Recording Equipment, Upgrades to Computer/Servers, Paving of Chapman Street lot, and additional support for Charters of Freedom. The Town Manager stated that the Overall Major Impact to the Budget included Round Hill Meadows which was 50 new single-family homes in FY-23.

Town Council Meeting Minutes March 21, 2022 Page Four

Vice-Mayor Sherman inquired whether the Town would be able to keep up with trash collection with the 50 new homes coming in at Round Hill Meadows. A discussion was held on trash collection.

Vice-Mayor Sherman recommended when shopping for a new Town Hall car to look at electric cars.

Councilmember Fox inquired about the removal of the speed bumps on North Street. The Town Manager stated that it was on Public Works schedule.

Motion was made by Councilmember Bosford, seconded by Vice-Mayor Sherman, to advertise a Public Hearing for the FY23 Budget and Appropriation Ordinance, as presented. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – absent. The motion carried unanimously.

With no further business the meeting adjourned at 8:35 p.m.

Wendy J. Chewning, MMC

Town Clerk

Town Council Meeting Minutes April 11, 2022 Page One

The Orange Town Council held a special meeting at 9:00 a.m. in the Town's Community Meeting Room. Town Councilmembers participating in the meeting were: Mayor Martha B. Roby, Vice-Mayor Frederick W. "Rick" Sherman, Jr., Councilmembers Timothy Bosford, Jr., Elliott Fox, Jr. and Donna Waugh-Robinson. Staff members participating in the meeting were: Town Manager Gregory S. Woods, Town Clerk Wendy J. Chewning, MMC, and Town Attorney Catherine Lea.

CALL TO ORDER

Mayor Roby called the meeting to order. The Town Clerk called roll and noted that there was a quorum present.

ADOPTION OF AGENDA

Motion was made by Councilmember Fox, seconded by Councilmember Waugh-Robinson, to adopt the agenda, as presented. On vote, Mayor Roby – aye, Vice- Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

TOWN COUNCIL HELD A CLOSED SESSION UNDER 2.2-3711, SUBSECTION 8 FOR THE PURPOSE OF CONSULTATION WITH LEGAL COUNSEL FOR ADVICE REGARDING NEGOTIATION OF A FUTURE AGREEMENT

Motion was made by Mayor Roby, seconded by Councilmember Waugh-Robinson, to move into closed session under the provisions of State Code Section 2.2-3711, subsection 8 for the purpose of consultation with legal counsel regarding specific legal matters requiring the provision of legal advice by such counsel involving contract matters. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

Motion was made by Vice-Mayor Sherman, seconded by Councilmember Waugh-Robinson, to leave closed session and reconvene in regular session. All members swore that they only discussed matters lawfully permitted under the State Code and so noted in the motion convening the Closed Session. On roll call vote, Councilmember Bosford – aye, Vice-Mayor Sherman – aye, Councilmember Fox – aye, Councilmember Waugh-Robinson – aye, and Mayor Roby – aye.

With no further business the meeting adjourned at 10:03 a.m.

Wendy J. Chewning, MMC

Town Clerk



MOTION BY: Mayor Roby MEETING DATE: April 11, 2022

SECOND BY: Councilmember Waugh-Robinson PURPOSE: Consultation with Legal Counsel for

advice regarding negotiation of a future

agreement

CERTIFICATION OF CLOSED MEETING

WHEREAS the Town Council of the Town of Orange has convened an 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 Town Council of the Town of Orange that such closed meeting was conducted in conformity with Virginia law;

NOW, THEREFORE, BE IT RESOLVED, that the Town Council of the Town of Orange hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully discussed in the closed meeting to which this certification resolution applies, and (ii) only such business matters as were identified in the motion convening the closed meeting were heard, discussed or considered by the Town Council of the Town of Orange.

VOTE

AYES: Mayor Roby, Vice Mayor Sherman, Councilmembers Bosford, Fox, and Waugh-Robinson.

*NAYS: None.

ABSENT DURING VOTE: None.

ABSENT DURING MEETING: None.

Clerk of Council Town of Orange

^{*} For each nay vote, the substance of the departure from the requirements of the Act should be described.

Town Council Meeting Minutes April 18, 2022 Page One

The Orange Town Council held a regular meeting at 7 p.m. in the Town's Community Meeting Room. Town Councilmembers present were: Mayor Martha B. Roby, Vice-Mayor Frederick W. "Rick" Sherman, Jr., Councilmembers Timothy Bosford, Jr., Elliott Fox, Jr., and Donna Waugh-Robinson Staff members present were: Town Manager Gregory S. Woods, Town Clerk Wendy J. Chewning, MMC, Town Attorney Catherine Lea, Director of Finance Dianna Gomez, and Director of Community Development John Cooley were also present.

CALL TO ORDER

Councilmember Bosford led the Pledge of Allegiance.

The Mayor called the meeting to order. The Town Clerk called roll and noted that there was a quorum present.

ADOPTION OF AGENDA

Motion was made by Councilmember Fox, seconded by Councilmember Bosford, to adopt the agenda, as presented. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

PUBLIC HEARINGS

TOWN COUNCIL HELD A PUBLIC HEARING ON AN ORDINANCE GRANTING A BROADBAND FRANCHISE AGREEMENT

Mayor Roby called for staff presentation. The Town Attorney reported that the purpose of the Ordinance was to allow the granting of a broadband franchise agreement for the use of the public rights-of-way to design, construct, install, operate, maintain, repair, upgrade, remove, and operate a fiber-to-the-premises broadband network for offering broadband internet access to the Town of Orange residents and businesses and related infrastructure, within the corporate limits of the Town of Orange.

Mayor Roby declared the Public Hearing open and called for public comment.

Mr. Chris Cord of 303 Piedmont Street, Mrs. Charlotte Cole, Executive Director of Orange Downtown Alliance, Mr. Kent Higginbotham of 150 Blue Ridge Drive, and Heather Griffin/Cindy Pagan, owners of Spelled Ink (a Town business), all spoke of the need of fiber in the Town and that the Town needed to work with FiberLync because they were a county business.

There being no further comment, Mayor Roby closed the Public Hearing. Mayor Roby stated that this was an equal playing ground and anyone who wanted to come in could.

Town Council Meeting Minutes April 18, 2022 Page Two

The Town Attorney reported that pursuant to US Code Title 47, The Virginia Constitution, Article VII, Section 9, and the Code of Virginia 1950, as amended, Section 15.2-2017, consideration of an ordinance was before the Town Council of the Town of Orange, Virginia, as follows:

The full text of the ordinance was read into the minutes of the meeting of the Town Council on March 7, 2022 and was made available for review at the office of the Town Manager. The Town Attorney read a summary of the Ordinance to include: An ordinance to initiate and establish the process for soliciting and granting nonexclusive franchise proposal by the Town of Orange, Virginia, for use of the public rights-of way from broadband providers to design, construct, install, operate, maintain, repair, upgrade, remove and operate a fiber to the premises broadband network for offering broadband internet access to the Town of Orange residents and businesses and related infrastructure. Under which the Town Council of Orange ordains that the Town of Orange proposes to grant non-exclusive franchise(s) in the manner prescribed by law. For use of the Public Rights-of-Way by Broadband providers to design, construct, install, operate, maintain, repair, upgrade, remove and operate a fiber to the premises broadband internet access network or offering broadband internet access to the Town of Orange residents and businesses and related infrastructure in the public rights-of-ways, as set forth in the following proposed franchise ordinance:

The full text of the ordinance was read into the minutes of the meeting of March 21, 2022.

After discussion, motion was made by Councilmember Waugh-Robinson, seconded by Councilmember Bosford, to move that Town Council adopt Ordinance (ORD2022-01), to initiate and establish the process for soliciting and granting non-exclusive Franchise proposals for the use of the public rights of way for a fiber to premises broadband network for offering broadband internet access and related infrastructure in the Town. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

TOWN COUNCIL HELD A PUBLIC HEARING ON THE FY23 BUDGET AND APPROPRIATION ORDINANCE

Mayor Roby called for staff presentation. The Town Manager gave an overview of the FY23 Budget and stated there would be no rate or tax increases. The Town Manager gave an overview regarding changes to revenue and expenses. The Town Manager stated that the major impact to the budget would be the replacement of the Standpipe.

Mayor Roby declared the Public Hearing open and called for public comment.

Town Council Meeting Minutes April 18, 2022 Page Three

The following individuals appeared before Council encouraging them to not impact the Orange Downtown Alliance in the FY23 Budget:

Charlotte Cole, Executive Director of Orange Downtown Alliance

Jeff Cifizzari, Owner of Paint It Orange

Bradley Toombs, Co-owner of Finders Keepers

Patrick McAloon, Owner of Holladay House

David Perdue, 9151 Liberty Mills Road, Somerset

Cindy Pagan and Heather Griffin, Owner of Spelled Ink

Robert Higginbotham, ODA President

Jenny Cord, 303 Piedmon Street

Ed Harvey, President, Orange Arts Centet

Pam Jaske, 20019 Springhill Lane, Rapidan

Barbara Parks, 23494 Village Road, Unionville

Leslie Gregg, ODA Board

Laura Wharton, 11188 Marquis Road, Orange

De'Daneque Howell, JROTC

Joseph Parentega, JROTC

Dan Gregg, Town Business Owner

Darrell Crump, Orange County African American Historical Society

Marty VanSantvoord, Owner Beggars Banquet and The Light Well

Jeremiah Pent, Business Owner

Casey Cashell, Owner of Mayhurst

Jason Cashell, Owner of Mayhurst

John Murray, 125 Landon Lane

There being no further comment, Mayor Roby closed the Public Hearing.

Mayor Roby thanked everyone for coming out tonight. Mayor Roby thanked the JROTC for everything that they did for the Town.

Mayor Roby commented regarding Item #1, Section 1.1 in the document to Town Council from the Orange Downtown Alliance dated April 14, 2021 (Mayor Roby stated that she re-checked the year, and it was written 2021) titled Orange Downtown Alliance response to the Presentation by the Town Manager.

Mayor Roby stated that in section 1.1 it was questioned that ODA reports given to the Town Clerk, Wendy Chewning, never reached council. Mayor Roby stated that the ODA reports are included in each month in the meeting packets prepared by the town clerk and sent out to council. Mayor Roby stated that those reports appear as the last item in the meeting packet. Mayor Roby stated that due to some staff reports containing confidential information, those reports only went to council members and were not posted on the website.

Town Council Meeting Minutes April 18, 2022 Page Four

Mayor Roby stated that she wanted to clarify that council does receive the ODA reports and Mrs. Chewning followed the guidelines for posting confidential information regarding the town and its citizens.

A discussion was held by Town Council and staff. The FY23 Budget and Appropriation Ordinance will be voted on at a later date.

PUBLIC COMMENT

Mr. Delmar Seale of 224 Peliso Avenue appeared before Council regarding concern over the dates chosen for Spring Clean-Up. Mr. Seale stated that Spring Clean-up was always around Easter and requested that perhaps the date should be changed so the Town didn't look so junky when visitors came into town. Mr. Seale also inquired about the policy for dealing with automobiles with dead tags because there were a lot setting around town not covered. The Town Manager stated that he would check with Public Works and the Police Department about these items.

Ms. Ruby Stanley of 328 Williams Drive appeared before Council regarding an at home business next door to her.

TOWN COUNCIL CONSIDERED TOWN COUNCIL MEETING MINUTES OF MARCH 21st AND APRIL 11th, 2022

Motion was made by Councilmember Fox, seconded by Councilmember Waugh-Robinson, to adopt the minutes of March 21st and April 11th, 2022, as presented. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye.

FINANCE REPORT – DIRECTOR OF FINANCE

The Director of Finance stated that she would be reporting on the ninth month of FY2022:

The Director of Finance reported that on Page 5-3 – General Fund Tax Revenues include the following significant YTD favorable variance to budget: \$47K for Local Sales tax, and \$42K for Transient/Occupancy tax. We have collected \$7,519 in delinquent Real Estate taxes this month and have started working on Personal Property tax delinquencies.

The Director of Finance reported that on Page 5-4 – Water Sales Revenue through March was \$1,121.600. The Director of Finance reported further that revenue was projected to come in at budget despite the reduction of the Water Availability fees due to the delay in Round Hill Meadows.

Town Council Meeting Minutes April 18, 2022 Page Five

The Director of Finance also stated on page 5-4 Sewer Sales Revenue through March was \$1,517,144. The Director of Finance reported that revenue was projected to be unfavorable \$14K for the year but this included the reduction of the Sewer Availability fees due to the delay in Round Hill Meadows.

The Director of Finance stated that on Page 5-12 thru 5-15 Payments for March were \$515,836 and included \$134,646 to Dorsett Controls for the SCADA Project.

The Director of Finance reported that Expenditures from the \$2,643,592 ARPA tranche 1 funding amounted to \$318,582 YTD, of which \$84,050 went toward engineering services for the Liquid Feed project at the Water Plant, \$225,682 went toward the new SCADA system for the Sewer Plant, and \$8,850 went to Standpipe Engineering services. The Director of Finance stated that the SCADA system cost was \$47,682 over the original allocation for the project.

UNFINISHED BUSINESS

There is no Unfinished Business.

NEW BUSINESS

TOWN COUNCIL CONSIDERED AUTHORIZING THE ADVERTISEMENT OF A PUBLIC HEARING FOR THE DRAFT FLOODPLAIN MANAGEMENT ORDINANCE

The Director of Community Development reported that the most recent update to the FEMA Floodplain maps, floodplain had been identified within the Town of Orange. The Director of Community Development stated that because floodplain had been identified within the Town, the Town was required by law to have a Floodplain Management Ordinance in place to ensure compliance with Federal regulations regarding construction activities within the identified floodplain. A discussion was held.

Motion was made by Councilmember Bosford, seconded by Councilmember Waugh-Robinson, to authorize staff to advertise a Public Hearing for the Draft Floodplain Management Ordinance, as presented. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

With no further business the meeting adjourned at 8:41 p.m.

Wendy J. Chewning, MMC

Town Clerk

Town Council Meeting Minutes May 16, 2022 Page One

The Orange Town Council held a regular meeting at 7 p.m. in the Town's Community Meeting Room. Town Councilmembers present were: Mayor Martha B. Roby, Vice-Mayor Frederick W. "Rick" Sherman, Jr., Councilmembers Timothy Bosford, Jr., Elliott Fox, Jr., and Donna Waugh-Robinson Staff members present were: Town Manager Gregory S. Woods, Town Clerk Wendy J. Chewning, MMC, Town Attorney Catherine Lea, Director of Finance Dianna Gomez, and Director of Community Development John Cooley were also present.

CALL TO ORDER

Mayor Roby led the Pledge of Allegiance.

The Mayor called the meeting to order. The Town Clerk called roll and noted that there was a quorum present.

ADOPTION OF AGENDA

The Town Clerk stated that under Agenda Item 10B New Business should have said OCAAHS instead of OCEF. Vice-Mayor Sherman recommended adding the consideration of the FY2023 Budget and Appropriation Ordinance to the end of the agenda after Closed Session once Council had the chance to discuss contractual matters. Mayor Roby requested adding a Sesquicentennial Report to reports.

After discussion, motion was made by Vice-Mayor Sherman, seconded by Councilmember Bosford, to adopt the agenda, as amended. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

PUBLIC HEARINGS

TOWN COUNCIL HELD A PUBLIC HEARING ON THE FLOODPLAIN ORDINANCE

Mayor Roby called for staff presentation. The Director of Community Development reported that the most recent update to the FEMA Floodplain maps, floodplain had been identified within the Town of Orange. The Director of Community Development stated that because a floodplain had been identified within the Town, the Town was required by law to have a Floodplain Management Ordinance in place to ensure compliance with Federal regulations regarding construction activities within the identified floodplain.

Mayor Roby declared the Public Hearing open and called for public comment. There was no public comment.

Councilmember Waugh-Robinson inquired whether property owners in floodplain areas had been notified. The Director of Community Development stated that if the Ordinance was approved, he would be notifying property owners as soon as possible.

Town Council Meeting Minutes May 16, 2022 Page Two

Motion was made by Councilmember Bosford, seconded by Councilmember Waugh-Robinson, to adopt the Floodplain Management Ordinance (ORD2022-02), as presented. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

PUBLIC COMMENT

Mayor Roby recognized American Woodmark for their community involvement and for beautifying the Town.

TOWN COUNCIL CONSIDERED TOWN COUNCIL MEETING MINUTES OF APRIL 18, 2022

The Town Clerk stated that on page 4-2 the minutes should read "The full text of the ordinance was read into the minutes of the meeting of March 7, 2022 (not the 21st)."

Motion was made by Councilmember Fox, seconded by Councilmember Bosford, to adopt the minutes of April 18, 2022, as amended. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye.

FINANCE REPORT - DIRECTOR OF FINANCE

The Director of Finance stated that she would be reporting on the tenth month of FY2022:

The Director of Finance stated that the General Fund Tax revenues included the following significant YTD favorable variances to budget: \$204K for Meals Tax, \$55K for Local Sales tax, and \$49K for Transient/Occupancy tax. The Director of Finance stated that we had collected \$15,438 in delinquent Real Estate taxes and \$13,168 in Personal Property tax delinquencies.

The Director of Finance stated that Water Sales Revenue through April was \$1,244,300. The Director of Finance stated that Revenue was projected to come in \$21,000 below budget despite the reduction of the Water Availability fees due to the delay in Round Hill Meadows.

The Director of Finance stated that Sewer Sales Revenue through April were \$1,727,200. The Director of Finance stated that revenue was projected to be unfavorable \$69,000 for the year but this included the reduction of the Sewer Availability fees due to the delay in Round Hill Meadows.

The Director of Finance stated that payments for April were \$330,781.

The Director of Finance reported that expenditures from the \$2,643,592 ARPA tranche 1 funding amount to \$322,832 YTD, of which \$84,050 went toward engineering services for the Liquid Feed project at the Water Plant, \$229,932 went toward the new SCADA system for the Sewer

Town Council Meeting Minutes May 16, 2022 Page Three

Plant, and \$8,850 went to Standpipe Engineering services. The Director of Finance stated that the SCADA system cost was \$51,932 over the original allocation for the project. No change from last month.

UNFINISHED BUSINESS

TOWN COUNCIL DISCUSSED BROADBAND

The Town Attorney stated that staff had received two submissions in response to the Invitation to Bid for a non-exclusive Franchise(s) for use of the public rights-of-way to design, construct, install, operate, maintain, repair, upgrade, remove and operate a fiber to the premises Broadband Internet access Network for offering retail Broadband Internet access to the Town of Orange residents and businesses and related infrastructure in the public rights-of ways. The Town Attorney stated further that bids were received from Central Virginia Services, Inc. (d.b.a Firefly Fiber Broadband) and the Orange County Broadband Authority (d.b.a Fiberlync). The Town Attorney stated that in light of tonight's busy meeting agenda and in order to provide Town Council a full and comprehensive review of the bids received, staff was recommending that Town Council agree to lay the question on the table until the Town Council June 6th Work Session meeting.

Motion was made by Councilmember Bosford, seconded by Councilmember Waugh-Robinson, to move to lay the question of approval of any, all, or none of the franchise bid submissions on the table until the Town Council work session meeting scheduled for June 6, 2022. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

NEW BUSINESS

TOWN COUNCIL CONSIDERED RECOMMENDATION OF RE-APPOINTMENTS TO CIRCUIT COURT JUDGE FOR BRAD MCILWEE AND BERT ROBY TO SERVE ON THE TOWN'S BOARD OF ZONING APPEALS WITH TERMS TO EXPIRE, MARCH 1, 2025

The Town Clerk reported that Brad McIlwee and Bert Roby's terms on the Town's BZA had expired. The Town Clerk stated that staff had contacted both Mr. McIlwee and Mr. Roby and they both were willing to have the Circuit Court Judge re-appoint them.

Motion was made by Councilmember Waugh-Robinson, seconded by Vice-Mayor Sherman, to recommend the re-appointments to the Circuit Court Judge for Brad McIlwee and Bert Roby to serve on the Town's Board of Zoning Appeals with terms to expire, March 1, 2025. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

Town Council Meeting Minutes May 16, 2022 Page Four

CONSIDERATION OF RESOLUTION (RES2022-02) FOR OCAAHS PARK LOCATED AT CHURCH AND CHAPMAN STREETS

Mayor Roby read the Resolution.

After discussion, motion was made by Councilmember Waugh-Robinson, seconded by Vice-Mayor Sherman, to adopt Resolution (RES2022-02) for the OCAAHS Park located at the corner of Church and Chapman Streets, as amended, changing interactive to interpretive. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

WHEREAS, the Town of Orange recognizes the contributions the African American Community has made to the prosperity of the Town of Orange; and

WHEREAS, those contributions have had economic and social benefits not only for the African American community but for The Town of Orange and all Virginians; and

WHEREAS, the Town of Orange recognizes the historical significance of this location as a focal point of the African American commercial and residential areas; and

WHEREAS, the interpretive panels will provide a background for reflection and appreciation for the significance of the historical impacts; and

NOW, THEREFORE, BE IT RESOLVED, that the Town Council of the Town of Orange appreciates the importance of a place to reflect and celebrate the contribution s of the African American community and dedicates this plot of land for a memorial park; and

THEREFORE, BE IT FURTHER RESOLVED this 16th day of May 2022, that the Town Council of the Town of Orange commends the volunteers, community leaders and residents involved in the creation of this park for their participation and recognizes the Orange County African American Historical Society for their contributions to the Town of Orange.

DISCUSSION OF PARKING ON MAIN STREET FOR SESQUICENTENNIAL

Mayor Roby stated that this had been added to the agenda because Town Council was responsible for parking decisions, and a decision needed to be made about whether to close down West Main Street for the Sesquicentennial Event on June 11th. Chief Kiline Madison recommended closing down West Main Street from 12 noon to 9 p.m. but designating two parking spaces in front of the Post Office and Orange Pharmacy. After discussion, it was the consensus of Council to authorize the closing of West Main Street to Caroline Street starting at noon on Saturday, June 11th until 9 p.m. but leaving two parking spaces open at Orange Pharmacy and the Orange Post Office.

CONSIDERATION OF RESOLUTION FOR BUSINESS AND INDUSTRY APPRECIATION WEEK

The Town Manager reported that back in 2019 the Town adopted a five-year resolution for the Business and Industry Appreciation Week, but other jurisdictions did not. The Town Manager stated that the Orange County Chamber of Commerce was requesting that the Town adopt another resolution to expire in 2026.

Mayor Roby read the resolution.

Town Council Meeting Minutes May 16, 2022 Page Five

Motion was made by Councilmember Bosford, seconded by Councilmember Fox, to adopt the Resolution stating that the third full week of May was hereby declared Business and Industry Appreciation Week in Orange County and the Towns of Gordonsville and Orange now and until the year 2026. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously. Councilmember Waugh-Robinson stated that she was the President of the Chamber.

TOWN COUNCIL HELD A CLOSED SESSION UNDER 2.2-3711, SUBSECTION 8 FOR THE PURPOSE OF CONSULTATION WITH LEGAL COUNSEL REGARDING CONTRACTUAL MATTERS

Motion was made by Mayor Roby, seconded by Councilmember Bosford, to move into closed session under the provisions of State Code Section 2.2-3711, subsection 8 for the purpose of consultation with legal counsel regarding contractual matters. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – absent, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

A five-minute recess was held before going into closed session.

Motion was made by Councilmember Bosford, seconded by Councilmember Waugh-Robinson, to leave closed session and reconvene in regular session. On roll call vote, Councilmember Waugh-Robinson – aye, Councilmember Bosford – absent, Councilmember Fox – aye, Vice-Mayor Sherman – aye, Mayor Roby -aye. All members swore that they only discussed matters lawfully permitted under the State Code and so noted in the motion convening the Closed Session.

TOWN COUNCIL CONSIDERED THE FY23 BUDGET

The Town Manager stated that there were no tax or rate increases in the FY23 proposed draft budget; there was a 5.0% COLA increase for employees (effective July 1, 2022); a 0.83% increase in VRS; and an 8.5% health insurance increase. The Town Manager stated further that there were added Capital expenditures for a new Public Works vehicle, office automation upgrades, new sidewalk on Spicer's Mill Road, and the Hilltop partial road buildout. The Town Manager stated that there was no revenue sharing projects for FY-23. The Town Manager stated that other items in the FY-23 Budget included: a new Town Hall car, meeting recording equipment, upgrades to computer/servers, paving of Chapman Street lot, along with money and additional support for Charters of Freedom. The Town Manager stated that the overall major impact to the budget included Round Hill Meadows which was 50 new single-family homes in FY-23. The Town Manager reported that ODA remained the same at \$80,000.

Town Council Meeting Minutes May 16, 2022 Page Six

After discussion, motion was made by Councilmember Bosford, seconded by Councilmember Waugh-Robinson, to move that Town Council adopt the FY23 Budget, as presented. On roll call vote, Councilmember Fox – aye, Councilmember Waugh-Robinson – aye, Councilmember Bosford – aye, Vice-Mayor Sherman – aye, and Mayor Roby – aye. The motion carried unanimously.

TOWN COUNCIL CONSIDERED THE FY23 APPROPRIATION ORDINANCE

The Town Manager stated that there were no rate or tax increases.

Motion was made by Councilmember Waugh-Robinson, seconded by Vice-Mayor Sherman, to move that Town Council adopt the FY23 Appropriation Ordinance (ORD2022-03), as presented. On roll call vote, Vice-Mayor Sherman-aye, Councilmember Fox – aye, Councilmember Waugh-Robinson – aye, Councilmember Bosford – aye, and Mayor Roby -aye.

BAND SCREEN

Vice-Mayor Sherman stated that now that we had a new Governor, we needed to start talking about the band screen commitment.

With no further business the meeting adjourned at 9:45 p.m.

Wendy J. Chewring, MMC

Town Clerk

Town Council Meeting Minutes June 6, 2022 Page One

The Orange Town Council held a work session meeting at 6:00 p.m. in the Town of Orange Community Center Meeting Room. Town Councilmembers present were: Mayor Martha B. Roby, Vice-Mayor Frederick W. "Rick" Sherman, Jr., Councilmembers Timothy Bosford, Jr., Elliott Fox, Jr., and Donna Waugh-Robinson. Staff members present were: Town Manager Gregory S. Woods, Town Clerk Wendy J. Chewning, MMC, Town Attorney Catherine Lea, and Director of Finance Dianna Gomez.

ADOPTION OF AGENDA

Motion was made by Councilmember Fox, seconded by Councilmember Bosford, to adopt the agenda, as presented. On vote, Mayor Roby – aye, Vice- Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

CONSIDERATION OF BID RESPONSES REGARDING THE ORDINANCE GRANTING A BROADBAND FRANCHISE AGREEMENT

The Town Attorney stated that the Town had received two bid packages for a broadband franchise agreement, one being from Central Virginia Services Inc., d/b/a Firefly Fiber Broadband, and the other from Orange County Broadband Authority d/b/a Fiberlync. The Town Attorney stated that the franchise would allow for the installation of fiber and related infrastructure in order to design, construct, install, operate, maintain, repair, upgrade, remove and operate a fiber to the premises broadband network for offering Broadband Internet to its customers. The Town Attorney gave an overview of the two bid packages received.

FIREFLY

The Town Attorney stated that staff was recommending a franchise agreement with Firefly. The Town Attorney stated further that Firefly's fiber construction started in 2018 and Firefly has built 2,800 miles of fiber passing more than 26,000 locations and have over 13,000 locations connected. The Town Attorney stated that the franchise was based on the Town's template developed in 2022 and the agreement contained standard protections for the Town, such as relocation and removal provisions, and insurance and bond requirements. The Town Attorney reported that the agreement allowed installations Town-wide which would individually be reviewed by the Public Works department before any authorization for said installations would be issued. The Town Attorney reported that the franchise did not allow installations on Town facilities, those would still need to be negotiated separately.

The Attorney stated that the only notable change to the Town's model franchise agreement was in the inclusion of Voice over Internet Protocol (VoIP) services.

FIBERLYNC

The Town Attorney stated that staff was not asking Town Council to approve this franchise agreement tonight. The Town Attorney stated that Fiberlync was operating name for the Orange County Broadband Authority (OCBA), operating as a full service, local Internet Service Provider (ISP) in Orange, Greene, Albemarle, and Spotsylvania Counties as well as the Town of Gordonsville. The company has installed 270 miles of fiber, passing 4,500 homes and businesses. The Authority maintains offices in the Town of Orange.

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The Town Attorney stated further that the variations between the proposed agreement and the model agreement and the inequities between this agreement and those with other franchisees were concerning. The Town Attorney stated that the agreement as submitted did not serve the town or its citizens for the reasons outlined below.

The Town Attorney stated that the submission from Fiberlync was titled a right of way agreement and did not reflect the language of the model agreement. The Town Attorney stated that the agreement was "styled after the December 3, 2018 lease and right of way use agreement between the Town, the County and the County School Board." The Town Attorney stated that the OCBA was made a signatory to that agreement in 2019.

The submission from Fiberlync differs from the model agreement in that it excludes:

- All language from the bid submission form other than signature, the county amended the bid form itself, specifically by removing language which provides for agreement with the terms of the model franchise agreement.
- Any language specifying the franchise as for the purpose of provision of broadband internet (see language of ordinance) or service to the public interest.
- Language regarding indemnification of the town is much narrower than that of the model.
- Term and renewal do not match that offered by the town in the instructions or the ordinance. The ordinance approved by council specifically states 20 years with 3 5-year renewals.
- Unlimited use of structures in the Town, which is the language as submitted, does not restrict use of Town structures providing the OCBA unlimited access and control of town structures. There is a conflict between the terms of section 1.3 and 4.1 as submitted. Section 4.1 also indicates, falsely, that access to town structures has been approved by the Town Manager.
- Digital Equity Terms are not met or addressed on any level.
- Does not address emergency contingencies or non-interference with other franchisees of the town. The lack of any address to these issues given the scope of the access given by the franchise means that any conflict in the actions of the franchisee with the obligations of the Town would have to be addressed during whatever emergency or interference may occur.
- Provides limited response to relocation of facilities.
- Does not provide for access to state or federal funds for relocation, which would be of benefit to the franchisee.
- Does not address reimbursal if relocation is for 3rd party, aesthetic or competitive relocation, which would be of benefit to the franchisee.
- Does not address policies for street closures and removal of facilities, again leaving any dispute to be resolved during an event, as opposed to making an agreement in case of such event ahead of time.
- Does not address payments exclusive of taxes, fees or charges, or policies related to payments. The language addressing this in the model is a clarification which, in fact, benefits the franchisee while providing framework for future possibilities.
- Does not address status of equipment after termination of agreement. Meaning that this would have to be addressed and negotiated during a transition, rather than now, when there is time and clarity.
- Provides limited detail regarding standards of work conducted by Grantee. While this may, to some extent, be provided for by the bond/account in trust under the proposal from the OCBA, it is not in parity with existing franchises.
- Provides limited detail regarding liability of the Town. While not a major issue, it doesn't meet parity with other franchisees.
- Does not address coordination between the parties related to emergency situations. Again, this is a matter better resolved ahead of time.

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- Does not address requirement that Grantee work to prevent accidents at work sites. An issue regarding safety and parity with other franchisees.
- Does not address Town actions in cases of emergency. A matter better addressed ahead of any issues arising.
- Does not address acquisition of necessary permits if required by the Town. While this is not a current issue, in a formal sense, it could be at a later date should the Town implement a requirement. Further, it can be seen as undermining the approval process as it is outlined in the model.
- Does not address specific requirements by code for use of public rights of way controlled by the Town.
- Does not address right of the Town to conduct compliance audits with notice. This is an issue of parity with other franchisees, as well as a process to address and identify matters of non-compliance. The concern is intent to comply, given past performance.
- Does not address Grantees rights and exemption from liabilities therein within the agreement or by law which would be of benefit to the franchisee.
- Allows transfer with written permission (no transfer permitted under model agreement) This is a matter of parity with other franchisees, as well as consistency with State Code, under which Town ordinance receives its authority to determine that the franchisee is approved.
- Amends the termination policies, provides only for a right to cure within 30 days of notice. Termination process is important to the control and maintenance of the rights of way and procedures agreed to in advance provide for smoother transitions. Also, an issue in regard to franchisee parity.
- No reference to the agreement as limited to the document submitted, as detailed in the ordinance. An issue of parity as well as a declaration supportive of future matters, and an affirmation that there are no 'side' agreements to be considered. If necessary, future agreements and amendments can be made in writing.
- Does not address the consequences for delays beyond control of the Grantee. The submission also excludes the 2-year deadline for completion of installation.
- Does not address the binding effect terms of the model. A standard legal language inclusion.
- Does not address the effect of heading terms of the model. A standard legal language inclusion.

The Town Attorney stated that it was her concern that the agreement submitted by the Orange County Broadband Authority did not address certain administrative or policy procedures that would, in her opinion, provide protection to the Town's rights and/or provide procedures for the termination of the agreement submitted, as well as provide parity between the Grantee and Town's other franchisees. The Town Attorney stated that the absence of these terms gave her concern that further issues could arise between the parties to the detriment of both. The Town Attorney recommended that the Orange County Broadband Authority be given the opportunity to address the gaps in matters addressed between the submitted and model agreements.

The Town Attorney reported that the County's submitted agreement avoided the use of any terms relating to franchise or ordinance and would need to be addressed. The Town Attorney stated that the title of the document would be immaterial to the function in this case, as the agreement would be adopted under the franchise ordinance. The Town Attorney stated that the agreement, in effect, becomes part of the ordinance upon adoption. The Town Attorney stated It was not the title of the agreement which raises concerns, rather the agreement's failure to address certain issues which were relevant to unfettered access and use of the Town's rights of way under the agreement.

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Council Bosford stated that he had a conflict because his wife worked for Fiberlync, so he would not be voting this evening. Councilmember Bosford stated that what we had received from the County was embarrassing. Councilmember Bosford stated that the Town Attorney had done a tremendous job on this, and Council had a responsibility to the Town to provide Broadband services.

After lengthy discussion, motion was made by Councilmember Waugh-Robinson, seconded by Councilmember Fox, to move that the Town Manager is hereby authorized and directed to execute a franchise agreement between the Town and Central Virginia Service, Inc. d/b/a Firefly Fiber Broadband, in substantially the same form as the agreement attached to the fiber franchise ordinance, subject to the review and approval of the Town Attorney. On vote, Mayor Roby – aye, Vice- Mayor Sherman – nay, Councilmember Bosford – abstained, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried with one member voting nay and one member abstaining.

It was the consensus of Council to take no further action on the bid from the Orange County Broadband Authority d/b/a Fiberlync.

CONSIDERATION OF MOVING THE MONDAY, JUNE 20th TOWN COUNCIL MEETING TO TUESDAY, JUNE 21st BECAUSE IT FALLS ON A TOWN HOLIDAY OBSERVED JUNETEENTH

Motion was made by Councilmember Bosford, seconded by Councilmember Waugh-Robinson, to move the regular June 20th Town Council meeting to Tuesday, June 21st at 7p.m. because the Monday meeting fell on a Town Holiday, Juneteenth. On vote, Mayor Roby – aye, Vice- Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

CONSIDERATION OF PROCLAMATION FOR THE TOWN'S 150th SESQUICENTENNIAL ANNIVERSARY CELEBRATION

Motion was made by Councilmember Waugh-Robinson, seconded by Councilmember Bosford, to adopt the Proclamation for the Town's 150th Sesquicentennial Anniversary Celebration, as presented. On vote, Mayor Roby – aye, Vice- Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – aye, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

WHEREAS, pursuant to a proclamation by the Honorable Thomas Lee, "President of the Council, Acting Governor of Virginia, and Commander—in-Chief of Virginia" read in open court November 23, 1749, the court met for the last time at Raccoon Ford and was adjourned to meet on November 24, 1749, at the home of Timothy Crosthwait in what is now the Town of Orange near the site of the present courthouse; and

WHEREAS, in the early 1850's the railroad came to Orange. The location of the railroad directly adjacent to the Court House made it impossible to reasonably conduct business. In 1858 the original section present Court House was constructed and occupied; and

WHEREAS, the Town of Orange of Orange continued to grow and thrive to the point that in 1834 a request for incorporation was presented to the General Assembly, which acted favorably and passed an Act dated March 3, 1834. No action was taken to exercise the authority; and

WHEREAS, the idea of incorporation was received in 1855 when the General Assembly again acted favorably on December 20, 1855 to incorporate the town upon a majority of the qualified voters giving the written consent. Again, nothing was done to implement the Act; and

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WHEREAS, the General Assembly, in 1870 and 1871, re-enacted the Act of 1855 creating the Town of Orange, citizens petitioned the County Judge to hold an election, which was held on June 3, 1872, with five trustees being elected. Thus, the Town of Orange was organized; and

WHEREAS, the Town of Orange and its citizens in 2022 proudly preserves the Town's heritage in its appearance as well as in governance, creating a captivating place to work, visit, and live; and

NOW THEREFORE BE IT RESOLVED, that the Town of Orange Town Council does hereby proclaim Saturday, June 11, 2022 for the Town's 150th Sesquicentennial Anniversary and invite all of our citizens to celebrate with us.

With no further business the meeting adjourned at 7:44 p.m.

Wendy J. Chewning, MMC, Town Clerk

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The Orange Town Council held a regular meeting at 7 p.m. in the Town's Community Meeting Room. Town Councilmembers present were: Mayor Martha B. Roby, Vice-Mayor Frederick W. "Rick" Sherman, Jr., Councilmembers Timothy Bosford, Jr., and Donna Waugh-Robinson. Staff members present were: Town Manager Gregory S. Woods, Deputy Town Clerk Kimberly Strawser, CZA/CMC, Town Attorney Catherine Lea and Director of Finance Dianna Gomez were also present. Councilmember Elliott Fox, Jr., and Town Clerk Wendy Chewning, MMC were absent.

CALL TO ORDER

The Mayor led the Pledge of Allegiance.

The Mayor called the meeting to order. The Deputy Town Clerk called roll and noted that there was a quorum present.

ADOPTION OF AGENDA

The Town Manager requested to add under reports, agenda item 7 [B], Election of Mayor in the November Elections.

Motion was made by Vice-Mayor Sherman, seconded by Councilmember Waugh-Robinson, to adopt the agenda, as amended. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – absent, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

PUBLIC COMMENT

There was no public comment.

TOWN COUNCIL CONSIDERED TOWN COUNCIL MEETING MINUTES OF MAY 16^{TH} AND JUNE 6, 2022

Motion was made by Vice-Mayor Sherman, seconded by Councilmember Waugh-Robinson, to adopt the minutes of May 16th and June 6, 2022, as presented. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – absent, and Councilmember Waugh-Robinson – aye.

FINANCE REPORT - DIRECTOR OF FINANCE

The Director of Finance stated that she would be reporting on the eleventh month of FY2022:

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The Director of Finance stated that the General Fund Tax revenues included the following significant YTD favorable variances to budget. The Director of Finance reported that \$281,000 was collected for Meals Tax, \$58,000 collected for Local Sales tax, and \$56,000 collected for Transient/Occupancy tax.

The Director of Finance stated that we had collected \$22,534 (57%) in delinquent Real Estate taxes and \$26,940 in Personal Property tax delinquencies.

The Director of Finance stated that Water Sales Revenue through May was \$1,373,345. The Director Finance stated further that the revenue was projected to come in \$19,000 below budget despite the reduction of Water Availability fees due to the delay in Round Hill Meadows.

The Director of Finance stated that Sewer Sales Revenue through May was \$1,941,204. The Director of Finance stated further that the revenue was projected to be unfavorable \$68,000 for the year but this included the reduction of sewer availability fees due to the delay in Round Hill Meadows.

The Director of Finance stated that payments for May were \$799,428. The Director of Finance stated further that the payments included \$325,000 in debt payments, \$65,000 to WW Associates for Standpipe Engineering services and \$92,000 to Marion Enterprises for sidewalk contracting work.

The Director of Finance stated that Expenditures from the \$2,643,592 ARPA tranche 1 funding amounted to \$388,001 YTD, of which \$85,000 went toward engineering services for the Liquid Feed project at the Water Plant. The Director of Finance reported that \$229,932 went toward the new SCADA system for the Sewer Plant and \$73,069 went to Standpipe Engineering services. The Director of Finance stated that the SCADA system cost was \$51,932 over the original allocation for the project.

ELECTION OF MAYOR-NOVEMBER ELECTIONS

The Town Attorney appeared before Council regarding moving elections of Mayor and Vice-Mayor to November elections. The Town Attorney reported a rough draft of amendments to ordinances 2-81 and 2-82.

After discussion it was consensus of Council to take care of this in July and that the Mayor/Vice-Mayor stay in place.

NEW BUSINESS

TOWN COUNCIL CONSIDERED ORDINANCE (ORD2022-04) ALLOWING FOR THE PROSECUTION OF TRAFFIC OFFENSE

The Town Manager stated this Ordinance was adopted annually and was given to the Commonwealth Attorney to allow for the prosecution of traffic offenses.

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Motion was made by Councilmember Waugh-Robinson, seconded by Councilmember Bosford, to adopt Ordinance (ORD2022-04) allowing for the prosecution of traffic offenses. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – absent, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

Mayor Roby stated that the Police Department did a great job at the 150th celebration.

CONSIDERATION OF CANCELATION OF THE MONDAY, JULY 4TH WORK SESSION MEETING BECAUSE IT FALLS ON THE 4TH OF JULY HOLIDAY AND BECAUSE COUNCIL ONLY MEETS ONCE IN JULY

The Town Manager that staff recommended that Town Council cancel the Monday, July 4th Work Session meeting because it fell on the 4th of July holiday and because Council only meets once in July.

Motion was made by Councilmember Bosford, seconded by Councilmember Waugh-Robinson, recommended that Town Council cancel the Monday, July 4th, Work Session meeting because it falls on the July 4th holiday and because Council only meets once in July. On vote, Mayor Roby – aye, Vice-Mayor Sherman – aye, Councilmember Bosford – aye, Councilmember Fox – absent, and Councilmember Waugh-Robinson – aye. The motion carried unanimously.

150TH TOWN ANNIVERSARY CELEBRATION/MISCELLANEOUS

Mayor Roby stated the reason for moving the 150th Town Celebration due to weather went well. Mayor Roby reported that thank you notes were completed and sent out. Councilmember Waugh-Robinson stated she heard nothing but good things regarding the 150th and why didn't the town utilize the space more for events. Councilmember Waugh-Robinson stated further that the Police Department did a great job. Mayor Roby thanked everyone for attending the 150th celebration. The Director of Finance stated that the personal touch on the thank you note from the Mayor regarding the 150th meant a lot.

Councilmember Waugh-Robinson reported that Mr. Satchell passed away and asked if the town could acknowledge him/his business. Mayor Roby stated she would work with the Town Manager on this.

Vice-Mayor Sherman stated that the entertainment at the Juneteenth was good.

The Town Attorney reminded everyone the mural artist would be at Taylor Park on Saturday for input regarding the mural.

With no further business the meeting adjourned at 7:38 p.m.

Kimberly Strawser, CZA/CMC

Deputy Town Clerk