

At the Regular Meeting of the Greensville County Water and Sewer Authority, held on Monday, November 4, 2013, with Regular Session beginning at the conclusion of the Board of Supervisors meeting, at the Greensville County Government Center, 1781 Greensville County Circle, Emporia, Virginia

Present: Michael W. Ferguson, Chairman  
Dr. Margaret T. Lee, Vice Chairman  
James C. Vaughan  
Peggy R. Wiley

-----

Chairman Ferguson called the meeting to order.

-----

In Re: Closed Session

Mr. Whittington, Director, stated that Staff recommended the Authority go into Closed Session, Section 2.2-3711 (a) 1) Personnel Matters.

Mrs. Wiley moved, seconded by Dr. Lee, to go into Closed Session, as recommended by Staff. Voting aye: Dr. Lee, Mr. Vaughan, Mrs. Wiley and Chairman Ferguson.

-----

In Re: Regular Session

Dr. Lee moved, seconded by Mrs. Wiley, to go into Regular Session. Voting aye: Dr. Lee, Mr. Vaughan, Mrs. Wiley and Chairman Ferguson.

-----

In Re: Certification of Closed Meeting – Resolution #WS-14-11

Mrs. Wiley moved, seconded by Dr. Lee, to adopt the following Resolution. A roll call vote was taken, as follows: Dr. Lee, aye; Mr. Vaughan, aye; Mrs. Wiley, aye and Chairman Ferguson, aye.

**RESOLUTION #WS-14-11  
CERTIFICATION OF CLOSED MEETING**

**WHEREAS**, the Greensville County Water and Sewer Authority has convened a closed meeting on this date pursuant to an affirmative recorded vote and in accordance with the provision of the Virginia Freedom of Information Act; and

**WHEREAS**, Section 2.2-3712 of the Code of Virginia requires a certification by the Greensville County Water and Sewer Authority that such closed meeting was conducted in conformity with Virginia law:

**NOW, THEREFORE, BE IT RESOLVED** that the Greensville County Water and Sewer Authority hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed meeting to which this certification resolution applies, and (ii) only such public business matters as were identified in the motion convening the closed meeting were heard, discussed or considered by the Greensville County Water and Sewer Authority.

-----

Chairman Ferguson recessed the meeting until the conclusion of the Board of Supervisors Meeting.

-----

Chairman Ferguson reconvened the meeting.

-----

In Re: Approval of Agenda

Mr. Whittington stated that Staff recommended approval of the Agenda with no added items.

Mrs. Wiley moved, seconded by Dr. Lee, to approve the Agenda as submitted. Voting aye: Dr. Lee, Mr. Vaughan, Mrs. Wiley and Chairman Ferguson.

-----

In Re: Approval of the Consent Agenda

Mr. Whittington stated that Staff recommended approval of the Consent Agenda.

Dr. Lee moved, seconded by Mr. Vaughan, to approve the Consent Agenda consisting of the following items. Voting aye: Dr. Lee, Mr. Vaughan, Mrs. Wiley and Chairman Ferguson.

-----

Approval of Minutes for October 21, 2013.

-----

Warrants:

Approval of the Accounts Payable for November 4, 2013, in the amount of \$146,165.44

Approval of Payroll for October 31, 2013, in the amount of \$118,127.63

-----

In Re: Reimbursement Resolution #WS-14-12

Mrs. Brenda Parson addressed the Authority stating that the budget was approved in September for FY2014 that included several capital improvement projects. She stated that Staff's intention was to seek bond proceeds to fund the projects in the spring round of the Virginia Resources Authority funding program. She also stated that the following Reimbursement Resolution would need to be approved so as to allow the Authority to reimburse itself from bond funds for preliminary expenses that may be incurred for the capital improvement items before the loan was closed.

**RESOLUTION #WS-14-12  
RESOLUTION OF THE GREENSVILLE COUNTY WATER AND  
SEWER AUTHORITY DECLARING INTENT TO REIMBURSE  
PROJECT EXPENDITURES WITH PROCEEDS OF REVENUE  
BONDS**

**WHEREAS**, the Greenville County Water and Sewer Authority (the "Authority") has included in its capital improvement program the following projects: (a) pump station and sludge dewatering improvements at Jarratt Water Treatment Plant, (b) pump station replacement at High Hills, (c) a control panel replacement at Falling Run Wastewater Treatment Plant, (d) manhole upgrades, (e) the connection of Well #4, and (f) other related and ancillary improvements and facilities (together, the "Project"); and

**WHEREAS**, the Authority intends to issue one or more series of revenue bonds in an aggregate principal amount not to exceed \$1,500,000 (the "Bonds") to finance all or a portion of the cost of the Project; and

**WHEREAS**, the Internal Revenue Code of 1986, as amended, and Treasury Regulations Section 1.150-2 thereunder, provide that proceeds of tax-exempt obligations may be used to reimburse a previously paid expenditure provided that certain criteria are met; and

**WHEREAS**, the Authority has paid and intends to pay certain expenditures with respect to the Project prior to the issuance of Bonds to finance the Project and to receive reimbursement for such expenditures from proceeds of the Bonds; and

**NOW, THEREFORE, BE IT RESOLVED BY THE GREENSVILLE COUNTY WATER AND SEWER AUTHORITY AS FOLLOWS:**

1. The Authority intends to issue or to cause the issuance of Bonds to pay all or part of the costs of the Project, together with other available funds.

2. The Authority intends to receive reimbursement from proceeds of the Bonds, when issued, for expenditures made not more than 60 days prior to the date of this Resolution related to the Project that are paid prior to such issuance.

3. Each expenditure reimbursed with proceeds of the Bonds will be, unless otherwise approved by the Authority's bond counsel, either (a) of a type properly chargeable to a capital account under general federal income tax principles (determined in each case as of the date of the expenditure), (b) a cost of issuance with respect to the Bonds, (c) a nonrecurring item that is not customarily payable from current revenues, or (d) a grant to a party that is not related to or an agent of the Authority so long as such grant does not impose any obligation or condition to repay any amount to or for the benefit of the Authority.

4. The Authority intends to make a reimbursement allocation, which is a written allocation that evidences the Authority's use of proceeds of the Bonds to reimburse an expenditure, no later than 18 months after the later of the date on which the expenditure is paid or the Project is placed in service or abandoned (but in no event more than three years after the date on which the expenditure is paid).

5. The Authority recognizes that exceptions are available under the applicable Treasury Regulations which also may permit reimbursement for certain (a) preliminary expenditures incurred prior to commencement of construction, (b) expenditures in an amount not in excess of the lesser of \$100,000 or five percent of the proceeds of the Bonds, and (c) expenditures for long-term construction projects of at least five years duration.

6. The Authority intends that adoption of this Resolution shall constitute "official intent" within the meaning of Treasury Regulations Section 1.150-2.

7. This Resolution shall be effective immediately.

I certify the foregoing to be a true and correct copy of a resolution adopted by the Greensville County Water and Sewer Authority, at a duly convened regular meeting held on November 4, 2013.

Dr. Lee moved, seconded by Mrs. Wiley, to approve Resolution #14-12. Voting aye: Dr. Lee, Mr. Vaughan, Mrs. Wiley and Chairman Ferguson.

-----

In Re: Miscellaneous Matters

Various Departmental Reports and Staff Work Programs were prepared for the Authority's review and comments.

Chairman Ferguson asked if anyone had any questions. There were none.

-----

There being no further business to discuss, Dr. Lee moved, seconded by Mrs. Wiley, to adjourn the meeting. Voting aye: Dr. Lee, Mr. Vaughan, Mrs. Wiley and Chairman Ferguson.

---

Michael W. Ferguson, Chairman  
Greenville County Water and Sewer Authority