

At the Regular Meeting of the Greensville County Board of Supervisors, held on Monday, April 18, 2011, with Closed Session beginning at 4:00 P.M. and Regular Session beginning at 6:00 p.m., in the Board Room of the Greensville County Government Building, 1781 Greensville County Circle, Emporia, Virginia.

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

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Chairman Wiley called the meeting to order at 4:00 p.m.

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In Re: Closed Session

Mr. Whittington, County Administrator, stated that Staff recommended the Board go into Closed Session, Section 2.2-3711 (a) 1) Personnel, 5) Industrial Development and 7) Legal Matters

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

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In Re: Regular Session

Supervisor Ferguson moved, seconded by Supervisor Lee, to go into Regular Session. Voting aye: Supervisors Ferguson, Lee, Vaughan and Chairman Wiley.

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In Re: Certification of Closed Meeting – Resolution #11-121

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

**RESOLUTION #11-121  
CERTIFICATION OF CLOSED MEETING**

**WHEREAS**, the Greensville County Board of Supervisors 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 Board of Supervisors that such closed meeting was conducted in conformity with Virginia law:

**NOW, THEREFORE, BE IT RESOLVED** that the Greensville County Board of Supervisors 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 Board of Supervisors.

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Chairman Wiley recessed the meeting.

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Chairman Wiley reconvened the meeting at 6:00 p.m., at which time she led the Pledge of Allegiance and gave the Invocation.

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In Re: Approval of Agenda

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

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

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In Re: Approval of Consent Agenda

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

Supervisor Ferguson moved, seconded by Supervisor Vaughan, to approve the Consent Agenda containing the following items. Voting aye: Supervisors Ferguson, Lee, Vaughan and Chairman Wiley.

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Minutes from the Meeting of April 4, 2011.

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Budgetary Matters

Budgetary Matters consisting of the following: Fund #001 – Budget Amendment Resolution #11-122, in the amount of \$48,835.69; Fund #012 - Budget Amendment Resolution #11-123, in the amount of \$6,383.51; Fund #-013 – Budget Amendment Resolution #11-124, in the amount of \$110.50; Fund #017 – Budget Amendment Resolution #11-125, in the amount of \$1875.00 and Fund #018 – Budget Amendment #126, in the amount of \$1,791.00, all of which are incorporated herein by reference.

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Warrants:

Approval of Accounts Payable for April 18, 2011, in the amount of \$256,710.64

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In Re: Public Hearing

Mr. Whittington recommended the Board of Supervisors go into Public Hearing to solicit public comments concerning a Zoning Matter – ZMA-1-11 (John Wagenhoffer)

Supervisor Ferguson moved, seconded by Supervisor Lee, to go into Public Hearing. Voting aye: Supervisors Ferguson, Lee, Vaughan and Chairman Wiley.

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In Re: ZMA-1-11 (John Wagenhoffer)

Mr. Lin Pope, Planning Director, addressed the Board of Supervisors and stated that the applicant wished to rezone a portion of the property from R1-B, Single Family Residential to B-2, General Commercial to install and operate a miniature golf course located 2,300' north of the Blanks Lane (State route 665)/Sussex Drive (State Hwy 301 N) in Election District Three. He stated that the Planning Commission and Staff recommended approval.

Chairman Wiley asked if there was anyone present who wished to speak in favor of or in opposition of the zoning matter. There was no one.

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In Re: Regular Session

Mr. Whittington recommended the Board of Supervisors return to Regular Session.

Supervisor Ferguson moved, seconded by Supervisor Vaughn, to return to Regular Session. Voting aye: Supervisors Ferguson, Lee, Vaughan and Chairman Wiley.

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In Re: ZMA-1-11 (John Wagenhoffer

Supervisor Lee moved, seconded by Supervisor Ferguson, to approve ZMA-1-11 based on the following facts: Voting aye: Supervisors Ferguson, Lee, Vaughan and Chairman Wiley.

- The subject property is located within a commercial area on the Urban Service Area Map found in the Comprehensive Plan.
- The subject property is located within a park and recreational area on the County's Future Land Use Map.
- The use of the property is compatible with the surrounding land uses which include a mixture of residential, recreational and commercial.
- The B-2 Zoning District will be an extension of the existing B-2 District north of the subject property; therefore, approval of the request would not constitute spot zoning.
- Approval of the request would improve recreational opportunities for the residents of Greenville County. The need for which is documented in the Comprehensive Plan.

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In Re: Citizens Comments

Mr. Whittington invited anyone present who wished to address the Supervisors, to come forward and state their name for the record. There was no one.

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In Re: Resolution #11-127 – Commonwealth's Attorney Office Project

Mr. Whittington addressed the Board of Supervisors stating that the resolution approved the financing of the Commonwealth's Attorney Office project through a leasing arrangement and authorizing the leasing of the office and execution delivery of a Prime Lease, Local Lease Acquisition Agreement, Financing Lease and other related actions.

He stated that the resolution was prepared by the bond council and was necessary to obtain financing from the Virginia Resources Authority at a tax exempt rate of 4 ½ to 5% for the acquisition and improvements to the Phoenix Building to accommodate the Commonwealth's Attorney Office. He requested approval of the following Resolution.

**RESOLUTION #11-127**

**RESOLUTION APPROVING THE FINANCING OF THE COMMONWEALTH'S ATTORNEY OFFICE PROJECT THROUGH A LEASE FINANCING ARRANGEMENT, AND AUTHORIZING THE LEASING OF THE COMMONWEALTH'S ATTORNEY OFFICE, THE EXECUTION AND DELIVERY OF A PRIME LEASE AND A LOCAL LEASE ACQUISITION AGREEMENT AND FINANCING LEASE, AND OTHER RELATED ACTIONS**

**WHEREAS**, the Board of Supervisors (the "Board of Supervisors") of Greensville County, Virginia (the "County") has included in its capital improvement program the undertaking, acquisition, construction, renovation and improvement of offices for use by the Commonwealth's Attorney (the "Project"), as required by the Code of Virginia of 1950, as amended (the "Virginia Code"), and that it is in the best interest of the County to obtain funding for the costs of the Project by entering into a lease financing arrangement as hereinafter described;

**WHEREAS**, the Board of Supervisors is authorized, pursuant to Section 15.2-1800 of the Virginia Code, to lease any improved or unimproved land held by the County;

**WHEREAS**, the Virginia Resources Authority ("VRA") intends to issue its Infrastructure and State Moral Obligation Revenue Bonds (Virginia Pooled Financing Program), Series 2011A (as more particularly defined in the below-defined Financing Lease, the "Series 2011A VRA Bonds"), and to make available to the County a portion of the proceeds to finance the Project pursuant to the terms of a Local Lease Acquisition Agreement and Financing Lease (the "Financing Lease"), between the County and VRA;

**WHEREAS**, the County intends to enter into a Prime Lease (the "Prime Lease") with VRA whereby the County will lease any or all of the parcel or parcels of real estate on which the Project is located, as may be required by VRA (the "Real Estate"), and the associated improvements and property located thereon as part of the Project (the "Improvements"), to VRA and, pursuant to Section 15.2-1800 of the Virginia Code, the execution and delivery of the Prime Lease does not require that a public hearing be held by the Board of Supervisors;

**WHEREAS**, the County intends to enter into the Financing Lease with VRA pursuant to which VRA will lease the Real Estate and the Improvements back to the County and the County will make rental payments corresponding in amount and timing to the debt service on the portion of the Series 2011A VRA Bonds issued to accomplish the financing of the Project (the "Rental Payments");

**WHEREAS**, pursuant to the Financing Lease the County will undertake and complete the Project;

**WHEREAS**, the County intends to pay the Rental Payments from annual appropriations from the County's General Fund;

**WHEREAS**, the Financing Lease shall indicate ~~that~~ an amount up to \$1,315,000 is the amount of proceeds requested (the "Proceeds Requested") from VRA;

**WHEREAS**, VRA has advised the County that the sale date of the Series 2011A VRA Bonds is tentatively scheduled for May 18, 2011 but may occur, subject to market conditions, at any time between May 1, 2011 and June 1, 2011, and that VRA's objective is to pay the County an amount which, in VRA's judgment, reflects the market value of the payments under the Financing Lease (the "VRA Loan Pricing Objective"), taking into consideration such factors as the purchase price to be received by VRA for the Series 2011A VRA Bonds, the underwriters' discount and other issuance costs of the Series 2011A VRA Bonds (the "VRA Costs"), and other market conditions relating to the sale of the Series 2011A VRA Bonds;

**WHEREAS**, such factors may result in the County receiving an amount other than the par amount of the aggregate principal components of the Rental Payments and consequently the par amount of the aggregate principal components of the Rental Payments may be greater than the Proceeds Requested in order to receive an amount of proceeds that is not less than the Proceeds Requested;

**WHEREAS**, the Prime Lease, the Financing Lease and the Deed of Trust are referred to herein collectively as the "Documents."

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

1. **Approval of Lease-Leaseback Arrangement.** The lease-leaseback arrangement with VRA to accomplish the financing of the Project is hereby approved. The County Administrator or Deputy County Administrator is authorized to determine the Real Estate and Improvements, as may be required by VRA, to be subject to the lease-leaseback arrangement.

2. **Approval of Prime Lease.** Subject to the terms and conditions set forth in paragraph 4 of this Resolution, the leasing of the Real Estate and the Improvements by the County, as lessor, to VRA, as lessee, pursuant to the terms of the Prime Lease is hereby approved.

3. **Approval of the Financing Lease.** Subject to the terms and conditions set forth in paragraph 4 of this Resolution, the leasing of the Real Estate and the Improvements by VRA, as lessor, to the County, as lessee, pursuant to the terms of the Financing Lease is hereby approved.

4. **Approval of the Terms of the Rental Payments.** The Rental Payments set forth in the Financing Lease shall be composed of principal and interest components reflecting an original aggregate principal amount not to exceed \$1,500,000, a true interest cost not to exceed 6.25% per annum (taking into account any original issue discount or premium), and a final rental payment date not later than December 31, 2042.

It is determined to be in the best interest of the County to accept the offer of VRA to enter into the Financing Lease with the County for an amount determined by VRA to be fair, subject to the conditions set forth in this Resolution, which Financing Lease shall be executed by the Chairman, the Vice Chairman or the County Administrator, any one of whom may act. Given the VRA Loan Pricing Objective and market conditions, it may become necessary to enter into the Financing Lease with aggregate principal components of the Rental Payments greater than the Proceeds Requested. If the limitation on the maximum aggregate principal components of Rental Payments on the Financing Lease set forth in this paragraph 4 restricts VRA's ability to generate the Proceed Requested, taking into account the VRA Costs, the VRA Loan Pricing Objective and market conditions, the County Administrator or Deputy County Administrator is authorized to enter into the Financing Lease for an amount less than the Proceeds Requested.

The actions of the Chairman, the Vice Chairman and the County Administrator, any one of whom may act, in accepting the final terms of the Rental Payments and the compliance of the financing of the Project with the limits and conditions set forth in this paragraph 4 shall be conclusive, and no further action shall be necessary on the part of the Board of Supervisors.

5. **Other Payments under Financing Lease.** The County agrees to pay all amounts required by the Financing Lease, including any amounts required by Section 5.1(b) of the Financing Lease, including the "Supplemental Interest," as provided in such section.

6. **Execution and Recordation of Documents.** The Chairman, the Vice Chairman and the County Administrator, any one of whom may act, are authorized and directed to execute the Documents and deliver them to the other parties thereto. The Chairman, the Vice Chairman and the County Administrator, any one of whom may act, are further authorized to cause the Documents to be recorded in the Clerk's Office of the Circuit Court of Greensville County, Virginia.

7. **Form of Documents.** The Documents shall be in substantially the forms on file with the County Administrator, which are hereby approved with such completions, omissions, insertions and changes as may be approved by the Chairman, the Vice Chairman and the County Administrator, any one of whom may act, with the execution and delivery of the Documents by the Chairman, the Vice Chairman and/or the County

Administrator constituting conclusive evidence of the approval of any such completions, omissions, insertions, and changes.

8. **Essentiality of the Project.** The Project is hereby declared to be essential to the efficient operation of the County, and the County anticipates that the Project will continue to be essential to the operation of the County during the term of the Financing Lease.

9. **Annual Budget.** While recognizing that it is not empowered to make any binding commitment to make Rental Payments and any other payments required under the Financing Lease beyond the current fiscal year, the Board of Supervisors hereby states its intent to make annual appropriations for future fiscal years in amounts sufficient to make all such payments and hereby recommends that future Boards of Supervisors do likewise during the term of the Financing Lease. The Board of Supervisors directs the County Administrator or Deputy County Administrator, or such other officer who may be charged with the responsibility for preparing the County's annual budget, to include in the budget request for each fiscal year during the term of the Financing Lease an amount sufficient to pay the Rental Payments and all other payments coming due under the Financing Lease during such fiscal year. If at any time during any fiscal year of the County throughout the term of the Financing Lease, the amount appropriated in the County's annual budget in any such fiscal year is insufficient to pay when due the Rental Payments and any other payments required under the Financing Lease, the Board of Supervisors directs the County Administrator or Deputy County Administrator, or such other officer who may be charged with the responsibility for preparing the County's annual budget, to submit to the Board of Supervisors at the next scheduled meeting, or as promptly as practicable but in any event within 45 days, a request for a supplemental appropriation sufficient to cover the deficit.

10. **Rental Payments Subject to Appropriation.** The County's obligation to make the Rental Payments and all other payments pursuant to the Financing Lease is hereby specifically stated to be subject to annual appropriation therefore by the Board of Supervisors, and nothing in this Resolution or the Documents shall constitute a pledge of the full faith and credit nor taxing power of the County or compel the Board of Supervisors to make any such appropriation.

11. **Disclosure Documents.** The County authorizes and consents to the inclusion of information with respect to the County to be contained in VRA's Preliminary Official Statement and VRA's Official Statement in final form, both to be prepared in connection with the sale of the Series 2011A VRA Bonds. If appropriate, such disclosure documents shall be distributed in such manner and at such times as VRA shall determine. The County Administrator and Deputy County Administrator are authorized and directed to take whatever actions are necessary and/or appropriate to aid VRA in ensuring compliance with Securities and Exchange Commission Rule 15c2-12, as amended.

12. **Tax Documents.** The Chairman, the Vice Chairman and the County Administrator, any one of whom may act, are authorized to execute a Nonarbitrage Certificate and Tax Compliance Agreement or any related document to be delivered simultaneously with the issuance and delivery of the Financing Lease (the "Tax Documents") setting forth the expected use and investment of the proceeds of the Series 2011A VRA Bonds to be received pursuant to the Documents and containing such covenants as may be necessary in order for the County and/or VRA to comply with the provisions of the Internal Revenue Code of 1986, as amended (the "Tax Code"), with respect to the Series 2011A VRA Bonds and the Documents including the provisions of Section 148 of the Tax Code and applicable regulations relating to "arbitrage bonds." The County covenants that the proceeds of the Series 2011A VRA Bonds to be received pursuant to the Documents will be invested and expended as set forth in the Tax Documents and that the County shall comply with the other covenants and representations contained therein.

13. **SNAP Investment Authorization.** The Board of Supervisors hereby determines that it is in the best interests of the County to authorize and direct the County Treasurer and Director of Finance to participate in the State Non-Arbitrage Program ("SNAP") in connection with the investment of the proceeds of the lease-leaseback transaction. The Board of Supervisors acknowledges that the Treasury Board of the Commonwealth of Virginia is not, and shall not be, in any way liable to the County in connection with SNAP, except as otherwise provided in the documents provided in connection with SNAP.

14. **Other Actions.** All other actions of the officers of the County in conformity with the purpose and intent of this Resolution are hereby approved and confirmed. The officers of the County are hereby authorized and directed to execute and deliver all certificates and instruments and to take all such further action as may be considered necessary or desirable in connection with the execution and delivery of the Documents.

15. **Repeal of Conflicting Resolutions.** All resolutions or parts of resolutions in conflict herewith are hereby repealed.

16. **Effective Date.** This Resolution shall take effect immediately.

Supervisor Ferguson moved, seconded by Supervisor Lee, to approve Resolution #11-127. Voting aye: Supervisors Ferguson, Lee, Vaughan and Chairman Wiley.

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In Re: Resolution #11-128 – Surveying Bid

Mrs. Slate addressed the Board of Supervisors stating that the County advertised for surveying services at the Mid-Atlantic Advanced Manufacturing Center. She stated that at the close of the bid, there was only one bid that was received. Mrs. Slate stated that Staff was requesting the Board of Supervisors to approve Resolution #11-128 which would reject the bid submitted for the survey and real estate at the Mid-Atlantic Manufacturing Center. She requested approval of the following resolution.

**RESOLUTION #11-128**  
**GREENSVILLE COUNTY BOARD OF SUPERVISORS RESOLUTION**  
**RE: REJECTION OF BIDS**

**RESOLVED:** The Board of Supervisors for Greenville County hereby rejects all bids submitted for the Survey of Real Estate at the Mid-Atlantic Advanced Manufacturing Center.

Supervisor Ferguson moved, seconded by Supervisor Lee, to approve Resolution #11-128. Voting aye: Supervisors Ferguson, Lee, Vaughan and Chairman Wiley.

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In Re: Animal Control Contract with the Town of Jarratt

Mr. Reggie Owens, Program Administrator, addressed the Board of Supervisors and requested approval to advertise for Public Hearing the Intent to Amend the Greenville County Article I: In General Chapter IV- Animals and Fowls: Sections 4-1 thru 4-6 (a), (b), (c), (d), (e) and (f) Contract for Services between Greenville County and the Town of Jarratt Code Section 68.

Supervisor Ferguson moved, seconded by Supervisor Vaughan, to authorize Staff to advertise the Intent to Amend the Greenville County Code. Voting aye: Supervisors Ferguson, Lee, Vaughan and Chairman Wiley.

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In Re: Planning Commission Appointments

Chairman Wiley opened the floor for nominations of two individuals to serve on the Planning Commission for a four year term in Election District Two and Three.

Supervisor Ferguson moved, seconded by Supervisor Lee, to reappoint Mr. Malcolm King to serve in Election District Three and Joe Antorn to serve in Election District Two for a term of four years. Voting aye: Supervisors Ferguson, Lee, Vaughan and Chairman Wiley.

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In Re: Adjournment

There being no further business, Supervisor Ferguson moved, seconded by Supervisor Vaughan, to adjourn the meeting until April 25, 2011 at 3:00 p.m. for a Redistricting Work Session. Voting aye: Supervisors Ferguson, Lee, Vaughan and Chairman Wiley.

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Peggy R. Wiley, Chairman

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K. David Whittington, Clerk