



MIDDLEBURG TOWN COUNCIL
Regular Monthly Meeting Minutes
Thursday, November 10, 2022



PENDING APPROVAL

PRESENT: Mayor Trowbridge M. Littleton
 Vice Mayor Peter A. Leonard-Morgan
 Councilmember Chris W. Bernard
 Councilmember J. Kevin Daly
 Councilmember Morris E. “Bud” Jacobs
 Councilmember Philip M. Miller
 Councilmember Cindy C. Pearson

STAFF: Danny Davis, Town Manager
 Martin Crim, Town Attorney
 William M. Moore, Deputy Town Manager
 A.J. Panebianco, Chief of Police
 Tina Staples, Town Treasurer/Director of Finance
 Ali MacIntyre, Business Development & Community Partnerships Director

ABSENT: Councilmember C. Darlene Kirk

The Town Council of the Town of Middleburg, Virginia held their regular monthly meeting on Thursday, November 10, 2022 in the Town Hall Council Chambers, located at 10 West Marshall Street. Mayor Littleton led Council and those attending in the Pledge of Allegiance to the flag. The roll was called at 6:00 p.m.

Public Comment

Kathyjo Shea appeared before Council to request support for the Community Christmas Dinner. She noted that this was an annual event held on Christmas Day. Ms. Shea advised that she was not seeking money, but rather was seeking a commitment to ensure it continued, as she was stepping away from cooking the dinner annually. She advised that she would like to form a committee and would like for someone from the Town to serve on it in order to ensure information about the event got out to the community and to guide the event.

Action Items

Council Approval – Request for Grant – Windy Hill Foundation

Eloise Repeczky, Executive Director of the Windy Hill Foundation, advised that they needed to make some critical safety related maintenance repairs at Windy Hill. She reviewed the list of repairs and requested a donation in the amount of \$20,000.

Tom Northrup, of the Windy Hill Foundation’s Board of Directors, explained that one-fifth of their operating costs were covered by rent, with the remainder coming from fundraising. He reported that they were aggressively fundraising to ensure Windy Hill was funded at a more appropriate level. Mr. Northrup noted that the foundation operated a total of 117 units, of which 67 were located in Middleburg. He recognized Bob Dale, who recently retired as their Executive Director. Mr. Northrup advised that a \$20,000 grant from the Town would help them close out their annual giving campaign. He noted that they have developed a five-year strategic plan, which identified as their number one priority, the need to provide safe, comfortable, well-maintained workforce and low-income housing in and around Middleburg. Mr. Northrup advised that the next two priorities were resident services and funding respectively.

Ned Quinn, of the Windy Hill Foundation’s Board of Directors, reported that they had received three of their preliminary studies related to the proposed boundary line adjustment (BLA). He advised that they were moving forward with the next phase; however, that would not translate into the presentation of a BLA request immediately.

Council noted that they were aware of the needed repairs for a while and were glad to hear the Board had a plan for fundraising and long-term financial support that would not require them to return for additional funding in the future.

Mr. Northrup acknowledged the need to care for their properties. He suggested the need to communicate with the Town more clearly in the future. Mr. Northrup noted that they may return annually with a funding request. He acknowledged that this was a larger grant request than normal; however, he advised that they have developed a maintenance plan for moving forward.

Mr. Quinn noted that the foundation commissioned a reserve study, the results of which would be used as a catalyst for Windy Hill’s increased fundraising campaign.

Council acknowledged that Windy Hill provided a place for people who worked in Middleburg to live. They expressed hope that the community would support the foundation. Council noted that the foundation was talking about building more homes; however, they were not able to take care of what they currently had. They suggested the grant be used to fund the window replacements.

Ms. Repeckzy reported that all the repairs on the list had already been completed. In response to an inquiry from the Council as to what the grant would be used for, she advised that it would be used to fund the reserve study and to offset future maintenance costs. Ms. Repeckzy reiterated that they were actively starting their new fundraising campaign.

The Council recognized the need for Windy Hill to have adequate cash flow. They suggested their approval be conditioned upon the money only being spent for critical repairs to properties in Middleburg. Council advised that they did not want the money spent on studies.

In response to an inquiry from the Council, Mr. Quinn confirmed they were working, in cooperation with the Town’s Planning & Project Associate, on developing a list of other maintenance work that needed to be done.

Council suggested the grant monies be used toward items on that list.

Vice Mayor Leonard-Morgan moved, seconded by Councilmember Jacobs, that Council approve a special grant to the Windy Hill Foundation in the amount of \$20,000 to support the cost of critical repairs and maintenance, to be funded from unallocated revenues in Fiscal Year 2023.

Vote: Yes – Councilmembers Leonard-Morgan, Bernard, Daly, Jacobs, Miller, and Pearson

No – N/A

Abstain: N/A

Absent: Councilmember Kirk

(Mayor Littleton only votes in the case of a tie.) (by roll call vote)

Council Approval – MOA – Middleburg Business & Professional Association

Business Development & Community Partnerships Director MacIntyre reported that the proposed MOA was amended to reflect Council’s request that it be an evolving document that would be reviewed annually. She advised that if approved, the document would be reviewed again in February when the MBPA made their annual funding request. Ms. MacIntyre noted that the document required the Town and MPBA to develop a list of key activities and metrics for the coming year. She advised that the appendix would include measures of success that would be updated annually. Ms. MacIntyre noted that the MOA called for the MBPA to have a seat on the EDAC committee and reported that Punkin Lee would serve in this capacity.

Councilmember Bernard moved, seconded by Councilmember Miller, that Council approve the MEMORANDUM OF AGREEMENT BETWEEN THE TOWN OF MIDDLEBURG, VIRGINIA, AND THE MIDDLEBURG BUSINESS AND PROFESSIONAL ASSOCIATION.

Vote: Yes – Councilmembers Leonard-Morgan, Bernard, Daly, Jacobs, Miller, and Pearson

No – N/A

Abstain: N/A

Absent: Councilmember Kirk

(Mayor Littleton only votes in the case of a tie.)

Punkin Lee, President of the MBPA, thanked the Council and noted that the Town and MBPA had a wonderful partnership and worked together every day. She opined that the agreement would solidify the direction the Town and MBPA were going in, which was a good thing.

Discussion Items

Rural Preservation Summit

Mayor Littleton reported that the Rural Preservation Summit had been scheduled for January 27, 2023 at the Salamander Resort. He reported that a tentative cost proposal had been received from the resort and a budget for the event was being developed for presentation to the Council. Mr. Littleton advised that the proposed agenda called for the event to occur in three blocks – (1) Why is it important to the eastern side of Loudoun County?; (2) What are the threats and how are they materializing?; and (3) What can we do about it? He noted the need to energize those in eastern Loudoun to make this an important issue. Mr. Littleton acknowledged that the Town would have to move quickly from a logistics standpoint to make it occur in January; however, he opined that it was important to do it then so it could be an election issue for the Supervisors races in November. He reported that Business Development & Community Partnerships Director MacIntyre was working to secure contact information for the ten largest homeowners' associations in Loudoun County, as they had impact over thousands of people. Mr. Littleton advised that the goal was to get invitations out within the next couple of weeks. He noted that each block would consist of two speakers, who would speak for forty minutes each. Mr. Littleton reiterated that the draft budget would be forwarded to the members of Council once it was available. He asked that Ms. MacIntyre send the members the proposed agenda for their review and asked the members to let the staff know if they had any ideas related to it.

Staff Reports

October 2022

Town Manager Davis opined that Town Clerk North did a phenomenal job of organizing the 2022 Volunteer Appreciation Reception.

Business Development & Community Partnerships Director MacIntyre reported that sign-ups were being accepted from businesses for the employee parking during Christmas in Middleburg. She further reported that the breakfast/lunch for the police volunteers would be held at the Emmanuel Episcopal Church Parish Hall.

Business Development & Community Partnerships Director MacIntyre advised that the Stroll Willowsford event would occur on December 7th and noted that they were doing a mini-Middleburg shopping night as a part of it. She explained that while the event had occurred in the past, it only involved a few businesses. Ms. MacIntyre further explained that they were opening it up to all the businesses in Middleburg to participate. She advised that while this was not a Town event, she was connecting the businesses to the event's organizer. Ms. MacIntyre noted that she was working closely with the MBPA on the Dickens of a Christmas activities, including on the carriage rides, in December.

In response to an inquiry from the Council, Business Development & Community Partnerships Director MacIntyre advised that the location of the Tiny Tim Toy Store was still in development. She reported that Lieutenant Jones was spearheading it and she would market it.

In response to an inquiry from Mayor Littleton as to how the numbers for the Town's social media presence broke down, Business Development & Community Partnerships Director MacIntyre advised that she would get him the specifics. She confirmed the Town's audience had grown.

Town Manager Davis advised that the Town's Facebooks followers totaled 13,000 and its Instagram followers totaled 6,000. He noted that those numbers were double what they were in September of 2021. He advised that he wanted to talk with the members of EDAC about the Town's social media strategy and whether it wanted to go only for impressions or whether it wanted people to spend time clicking and sharing the ads. Mr. Davis suggested the need for a balance between growing the number of impressions and growing the engagements per post.

In response to an inquiry as to whether it was possible to translate that information into something, such as the amount of additional economic activity, Councilmember Miller advised that it was difficult to connect that directly. He noted that it could be accomplished through a targeted campaign in which people were asked to sign up or click through to buy something.

Town Treasurer Staples reported that the sale of the old street signs had brought in \$1,500 for the Health Center Fund.

In response to inquiries from the Council, Deputy Town Manager Moore advised that Facilities & Maintenance Superintendent Cole did most of the work related to the sale of the old street signs. He reported that there were still approximately seventy signs available for purchase.

Council asked that a message be posted on Facebook and the website about the remaining signs that were still available. In response to a suggestion from Council, Town Manager Davis reported that one was being saved for the display cabinet in the new Town Hall.

Chief Panebianco reported that a puppy was found the other day and within five minutes of a post going up on Facebook, the owner came to get it. He further reported that Officer Hinegardner recently completed the new detective school and Corporal Putnam recently completed his training, including being a State certified Taser instructor, which would allow him to recertify the Town's police officers. Chief Panebianco thanked Fairfax County for assisting Corporal Putnam in his training.

Chief Panebianco recognized the Police staff and noted that it was a busy season for them given the events that occurred this time of year. He further noted the upcoming events that were scheduled for every weekend in December. Chief Panebianco reported that he was working with Business Development & Community Partnerships Director MacIntyre and Facilities & Maintenance Supervisor Cole in preparation for the Christmas in Middleburg activities.

Chief Panebianco noted that Corporal Putnam recently responded to a report of a disturbance. He advised that he did an excellent job of controlling the situation, with the suspect displaying a minimal amount of resistance to the arrest.

Town Hall Project Report

Town Manager Davis noted that some members of Council recently attended a tour of the Town Hall site and were able to observe the progress that had been made to date. He reported that the stone water table on the west side of the building, which contained the largest amount of stone, looked fantastic. Mr. Davis noted that the retaining wall on the east side of the site was complete, and work had begun on the one on the northwest side. He reported that the installation of the standing seam metal roof was underway and opined that it looked good. Mr. Davis noted that the town was expected to get a lot of rain over the weekend and reported that the contractor was working to make the building as watertight as possible. He advised that the big push at the moment was to get the asphalt laid before the asphalt plants closed for the season. In response to an inquiry from the Council, Mr. Davis reported that the digging that was taking

place on the south side of the property was related to the installation of utilities, including the telecom system and gas line. He advised that they had already installed the water and power lines. It was noted that each of the utilities were handled by separate entities; therefore, they could not all be done at once. Town Manager Davis noted that there was rock in this area, which required hoe ramming to remove it each time a utility was placed.

Consent Agenda

- A. Council Approval – Replacement of Sewer Main – 408 E. Washington Street
- B. Council Approval – October 27, 2022 Regular Meeting Minutes

Councilmember Miller moved, seconded by Councilmember Bernard, that Council approve the consent agenda as proposed.

Vote: Yes – Councilmembers Leonard-Morgan, Bernard, Daly, Jacobs, Miller, and Pearson

No – N/A

Abstain: N/A

Absent: Councilmember Kirk

(Mayor Littleton only votes in the case of a tie.) (by roll call vote)

Discussion Items (continued)

Zoning Text Amendment 22-02 Pertaining to Short-Term Rentals

Deputy Town Manager Moore reminded Council that the Planning Commission spent much of the calendar year looking at the short-term rental regulations, with the first step being the adoption of Comprehensive Plan amendments, followed by zoning text amendments, with the recommended zoning text amendments now being presented to the Council. He explained that the proposed amendments included: renaming them from “limited residential lodging” to “short-term rentals”; clarifying that a short-term rental could not occur in an accessory dwelling; using the term “nights” instead of “days”; and, re-enforcing that if a special use permit was approved, the holder would have to have a business license and would be responsible for collecting and remitting the transient occupancy tax to the Town. Mr. Moore reviewed the different proposed amendments that the Commission discussed, including a possible tiered approach related to the number of nights a unit could be used as a short-term rental. He reminded Council that the regulations currently allowed a special use permit to be issued for up to a maximum of 180 nights/year; however, they could limit the number to a lesser amount for a particular application. Mr. Moore noted that the Council did not have guiding documentation as to what the number should be. He commended the Commission for their hard work on this item.

Councilmember Jacobs concurred with Deputy Town Manager Moore’s description of the Commission’s discussions related to the tiered approach. He explained that the Commission felt that the distance between properties did not necessarily correlate to the nuisance factors, such as noise, and that they could reserve the right to recommend additional conditions on any special use permit application, such as limiting the number of nights the property could be used for that use. Mr. Jacobs advised that the Commission believed this achieved the same thing the tiered approach would have achieved. He noted that they also believed the current regulations were already quite restrictive.

Mayor Littleton noted that he reviewed the recommendation extensively. He expressed appreciation for the Commission’s hard work; however, he advised that he did not trust that a future Planning Commission or Council would recommend the same restrictions as would be recommended today. Mr. Littleton expressed concern that different neighborhoods and different physical circumstances could be addressed in a different manner. He noted that under the tiered approach, properties in the R-2 District, which consisted of the older, established neighborhoods, would be eligible for use as short-term rentals for fewer nights than if they were located elsewhere in town. Mr. Littleton opined that the Planning Commission was originally interested in the tiered approach; however, because they had a hard time determining what the actual numbers should be, they removed it as an option. He acknowledged that there was not a good model from other communities that the Commission could use as a guide. Mr. Littleton further acknowledged that

while the regulations allowed the Council to consider a special use permit application for up to 180 nights, this did not mean the Town had to grant approval for that many. He noted that there was support in the Comprehensive Plan that would justify the Town's ability to do that. Mr. Littleton opined that anyone applying for a land use right would apply for the maximum allowed because they would look at the economic benefit. He expressed concern that small affordable dwelling units were being lost because people were turning them into short-term rentals. Mr. Littleton noted that the town already had an affordable housing issue, which was being exacerbated by this issue. He opined that being allowed to have this use for 180 days made the purchase of less expensive homes in Middleburg for use as short-term rentals economically viable; whereas, only being able to have it for this use for something like 26 days would not, meaning the homes could remain available as affordable ones. Mr. Littleton noted that the Town was also struggling with people purchasing less expensive homes so they could tear them down and build new larger, more expensive ones. He acknowledged that this was a different issue. Mr. Littleton reiterated his appreciation for the Commission's hard work and noted that this was now an issue for the Council to wrestle with. He questioned whether the Commission's recommendation addressed the challenge the Town was facing and advised that he would be more comfortable if the zoning ordinance identified the exact number of days the use would be allowed. Mr. Littleton noted that boards' positions on matters could change completely with an election. He opined that the tiered approach was a great one and suggested that an analysis be conducted, and numbers selected as a starting point. Mr. Littleton noted that they could be adjusted in the future. He opined that just because another jurisdiction had not already done so, this did not mean the Town could not be the first one to take the step of adopting a tiered approach.

Council agreed with the Mayor's point about investors; however, they noted that the ordinance required a property management company to oversee the property.

In response to the Council's comments expressing a desire to see an expiration on a special use permit when the property was sold, Deputy Town Manager Moore reported that the ability to do this continued to be an on-going conversation between himself and the Town Attorney. In response to an inquiry as to whether there had been any discussion of limiting the number of properties in an area that could be used as short-term rentals, Deputy Town Manager Moore advised that while the Commission looked at that, it was not included in the draft ordinance due to legal concerns about imposing conditions based on proximity.

Mayor Littleton questioned whether it would be good for the Town if half the housing in Middleburg changed to being short-term rentals rather than homes fifteen years from now. It was noted that based on the map provided in the agenda packet, currently 67% of the homes could apply for a special use permit to be used as short-term rentals.

Town Manager Davis noted that the Comprehensive Plan language, which was a factor when considering a zoning request, would give the Commission and Council the standing to consider whether the density of short-term rentals had grown to a level that compromised the character of the town.

Mayor Littleton expressed concern that in the future, the Council could change to a pro-growth one and opined that if the current regulations were left in place, they would not have to do anything before Middleburg could be overrun by short-term rental units. He suggested that if the zoning ordinance was changed, it would discourage short-term rentals in a very significant way. Mr. Littleton acknowledged that a future Council could change the regulations; however, this would require an amendment to the Comprehensive Plan as well. He opined that if a future Council wished to do this, they would have to do public engagement and hold public hearings. Mr. Littleton reiterated that if the Council did not do something different now, a future Council would not have to do that. He questioned whether the remainder of Council felt the same and suggested that if they did, this was something that was worth further consideration. Mr. Littleton questioned the process should the Council wish to pursue additional changes to the zoning ordinance.

Deputy Town Manager Moore reminded Council that the amendment before them was initiated by the Planning Commission; therefore, they did not have the ability to make it more restrictive without returning it back to the Commission. He advised that the Council could adopt the amendment as proposed and then initiate their own. Mr. Moore recommended the Council proceed with the amendment currently before them and simultaneously discuss whether they wished to initiate their own amendment. He noted that if they did, it would be sent to the Planning Commission for a recommendation.

Councilmember Jacobs advised that while he did not disagree with the Mayor’s goal, he was not convinced a tiered approach would achieve it.

In response to a suggestion that the Council consider banning short-term rentals outright throughout the town, Mayor Littleton noted that the Town could regulate short-term rentals; however, it could not ban them outright.

Deputy Town Manager Moore advised that he would proceed with advertising the public hearing on the proposed amendment and would bring the discussion of a Council initiated zoning text amendment back in January.

The Council agreed they would like to restrict short-term rentals as much as possible. They acknowledged that it was not an issue of whether the Town had the tools to limit short-term rentals, it was whether a future Council would avail themselves of the use of those tools.

Closed Session

Vice Mayor Leonard-Morgan moved, seconded by Councilmember Pearson, that Council go into closed session as authorized under Section 2.2-3711 of the Code of Virginia for (1) consultation with legal counsel employed by the public body regarding specific legal matters requiring the legal advice of such counsel related to the Town Hall Project contract as allowed under Subsection (A)(8); and (2) for the discussion of an appointment to the Middleburg Arts Council and (3) for the discussion of the performance review of the Town Manager, both as allowed under Subsection (A)(1). Vice Mayor Leonard-Morgan further moved, seconded by Councilmember Pearson, that the Council thereafter reconvene in open session for action as appropriate.

Vote: Yes – Councilmembers Leonard-Morgan, Bernard, Daly, Jacobs, Miller, and Pearson

No – N/A

Abstain: N/A

Absent: Councilmember Kirk

(Mayor Littleton only votes in the case of a tie.)

Mayor Littleton asked that Council certify that to the best of each member’s knowledge (i) only public business matters lawfully exempted from open meeting requirements under the Virginia Freedom of Information Act and (ii) only such public business matters as were identified in the motion by which the closed meeting was convened were heard, discussed or considered in the closed meeting, which each member so did. He reminded those present for the closed session that any discussion that occurred within it should be treated as confidential.

Appointment to Middleburg Arts Council

Councilmember Bernard moved, seconded by Councilmember Daly, that Council appoint Bob Schneberger to the Middleburg Arts Council to fill a vacancy, said term to expire June 14, 2024.

Vote: Yes – Councilmembers Leonard-Morgan, Bernard, Daly, Miller, and Pearson

No – N/A

Abstain: Councilmember Jacobs

Absent: Councilmember Kirk

(Mayor Littleton only votes in the case of a tie.)

There being no further business, Mayor Littleton declared the meeting adjourned at 8:55 p.m.

APPROVED:

Trowbridge M. Littleton, MAYOR

ATTEST:

Rhonda S. North, MMC, Town Clerk

November 10, 2022 Middleburg Town Council Meeting

(Note: This is a transcript prepared by a Town contractor based on the video of the meeting. It may not be entirely accurate. For greater accuracy, we encourage you to review the video of the meeting that is on the Town's website – www.middleburgva.gov)

Bridge Littleton: All right. We will call the meeting to order. First item is Pledge of Allegiance.

All: I pledge allegiance to the Flag of the United States of America and to the Republic for which it stands, one Nation under God, indivisible, with liberty and justice for all.

Bridge Littleton: All right. Next item is Roll Call.

Chris Bernard: Chris Bernard.

Bud Jacobs: Bud Jacobs.

Philip Miller: Philip Miller.

Bridge Littleton: Bridge Littleton.

Peter Leonard-Morgan: Peter Leonard-Morgan.

Cindy Pearson: Cindy Pearson.

J. Kevin Daly: John Kevin Daly.

Danny Davis: Danny Davis, Town Manager.

Bridge Littleton: Rhonda. [laughter] Oh, wait, I'm sorry, Okay. First item is public hearing or excuse me, public comment. This is if any member of the public would like to address Town Council on any matter. So we will open the public comment session.

Kathyjo Shea: Hi, I'm Kathyjo Shea for those of you who don't already know. [off mic].

Bridge Littleton: Kathy? Kathy who?

Kathyjo Shea: Kathyjo Shea.

Bridge Littleton: Oh, got ya.

Kathyjo Shea: Got it?

Chris Bernard: I recognize that name.

Bridge Littleton: Yeah.

Cindy Pearson: Somewhere?

Kathyjo Shea: I'm here tonight to talk to the Council about the idea of supporting the Community Christmas Dinner. It's been until COVID, a pretty annual event on Christmas Day, and it's completely community supported. So I'm not asking for money. What I'm asking for is your commitment to making sure that it continues on, because I don't intend to get up every Christmas morning and go cook dinner. So I'm working with Punkin from the business and professional. I've talked with Ali. I've talked with some other individuals in the community to form a committee so that there's a group of people who work to continue this. And one of the entities on that committee, I would like to have be the Town of Middleburg, only to make sure the information gets out to people and sort of guide it. So there's no money, no commitment for most of the year from the town. But I just would come here tonight to ask for that kind of support. Thanks.

Bridge Littleton: Awesome. Thank you. Would anybody else wish to address Council during public comment? Once, twice. Okay, we will close the public comment session and we've got a 7:00 item we have to go into Closed Session for. So what we're going to do is rearrange the agenda for some items that we have people in the room for. So the first item we're going to go to is Council approval for request for grant from the Windy Hill Foundation. So what there happened to be anybody here?

Cindy Pearson: Just a few.

Eloise Repeczky: Hello, everyone. For those whom I haven't met before, I'm Eloise Repeczky Executive Director of the Windy Hill Foundation. So it's great to see you all here tonight, everyone else here as well. So we have been dealing with a lot of critical safety related maintenance repairs at Windy Hill. During COVID as you can imagine, we had a pandemic. We had a lot of maintenance issues that sprung up. We had a maintenance technician who was sick, so we fell behind with work orders and repairs and such. I circulated this via Danny, but I have copies in person.

Danny Davis: I can pass them down if you'd like.

Eloise Repeczky: That would be more helpful. Thank you.

Danny Davis: Yep.

Eloise Repeczky: And so the ones that are highlighted are really the critical safety related ones. As you can see, we have a tree over cottage. We have window replacements, repairs for stairs, new HVAC units, new doors, new treads, and handrails that are repaired. A lot of these, as you can see, we're also quite expensive. So at the bottom, the total for all of those critical and safety related items are highlighted in yellow. And we are not asking for that amount, but we would appreciate consideration for \$20,000.

Bridge Littleton: All right.

Tom Northrup: Thank you Eloise. Tom Northrop, on the Board of Directors for Windy Hill. And I've been on the board. I've lived in Middleburg for 41 years. I've seen Windy Hill from its birth. And what Windy Hill was, I think I understand the importance of not only what the foundation offers a number of residents, important residents to the community and its ongoing importance. Any nonprofit is dependent upon financial support. Roughly a fifth of our budget is covered by rent, which means 80% isn't covered by rents. So we have to raise the money. I mean, I'm co-chairing the development committee right now with Shannon Davis, and we are having a very aggressive funding effort to get Windy Hill funded at a more appropriate level. And candidly, it's been a little bit underfunded. Tons of people love it. It's important; 67 units in Middleburg, another 50 in the Plains and Marshalls we have 117 locally. And I also want to thank Bob Dale for his service to Windy Hill for decades. Bob's served on the board, served as Executive Director, just retired. Eloise has come in. I'd like to also recognize Ned Quinn, who is head of our property management. And what I want to assure the Council of is that we are partners of you. And I spoke the other night at your meeting. I meant what I said. I really appreciate your public service. And the request that we're making is not break the bank kind of request, but it is one that will be helpful to us as we close out the last two months of the giving grant cycle as well as annual giving. And I'd like to leave behind a five-year strategic plan that we've just developed. We like things short, sweet, clear. The number one priority on the strategic planning is provide safe, comfortable, well-maintained workforce and low-income housing in and around Middleburg, Marshall, and the Plains. And I can assure you that the board members that are serving on the Windy Hill Foundation are very committed to the mission. Second bullet is resident services. Third is funding. Develop a Comprehensive Plan to fund the foundation's core mission for the present and long-term future. So this isn't coming in tonight to say, Hey, can you move your annual grant from 5 to \$20,000? It's there are a number of areas that we have to address, including building the endowment, building a predictable annual giving program that's a year over year. And where our major donors understand this is a commitment, an important community commitment. And I think one of the things that I've loved. I lived in Philadelphia for 17 years, and one of the things I've loved about this community is its diversity and the mix of people. It's very unusual in America today to see this in terms of the interrelationships that we have in Middleburg. So anyway, that's our request. We hope that you are able to meet it. It's not going to be a game changer one way or the other, but it will be helpful. So let me leave this behind so that you have this for the record. Yes. Any questions for us?

Chris Bernard: Thank you, sir.

Philip Miller: Thank you.

Tom Northrup: Yes. Middleburg Town Council kills Windy Hill Board Member with a phone cord. [laughter]. Thank you very much. I appreciate it.

Bridge Littleton: Thank you. Well, does anybody have any questions for Eloise or for Tom or Ned were you going to say anything specific?

Ned Quinn: Not today. I was just here. If there was a question with BLA progress? Okay. We've gotten three of our primary studies back, and there's nothing really that prohibits us or cautions us from going further with further studies. So it's in process. We've received some information. We're moving onto the next phase that won't translate into a BLA request tomorrow. It'll be a little while while we still go through our studies.

Bridge Littleton: Okay. Cindy, do you have a question? [off mic] Sure, sure. Go ahead.

Cindy Pearson: Nice to meet you, Eloise. Good luck in your endeavors here. Also, Tom, thank you for that report. Because my biggest concern, I mean, I know these repairs that you all are working on have needed to be done for years. When we were out campaigning, when I was just coming on here, and that's however many years ago now. I mean, you could see what needed to be done then. And I know there's new people working on things now, so things have changed, and I understand that and I'm happy to hear there's a plan for the future, so you don't have to come back and ask for funds to do this after you raise the money, the endowment or whatever you're going to call it. You know, I think it's good to be able to ask the town for this type of thing to help you along with it. And I hope that the repairs get done and continue to be done and not put off for such a long time, because that's the most important. I mean, you're looking at building more, but you really can't take care of what you have right now so.

Tom Northrup: Well, Cindy, we worked together for years.

Cindy Pearson: Yes.

Tom Northrup: And so [off mic].

Cindy Pearson: Tom, can you come back up? Sure.

Tom Northrup: Yes, I think you understand that we are absolutely committed to proceeding in exactly the spirit you're talking about. This is the number one priority. We have to take care of our property. And as a homeowner, I recognize that there's no home that doesn't need something pretty much every year. Right. And so we it's a challenging situation but this community and the greater community, the Plains and Marshall, we have the financial capacity to do this right. There's no question we have to communicate more clearly what the need is and why we're trying to do this, which is not to say, Cindy, we won't be back every year for a request from the town.

Cindy Pearson: Oh, sure.

Tom Northrup: Because we're an important partner for you. And but I recognize that this is a larger grant than we typically have requested. And I just I think the last couple of years with COVID and the resident services group that we have, [inaudible], there's been a turnover. There's been, but I think the course is going to be steady or moving forward. And I assure you, the priority is very clear on what we're going to try to do.

Cindy Pearson: I do agree with what you said. You know, Windy Hill is great. It does offer people who work here in town to have a place to live too. So it's needed and it's appreciated. And I just hope that people will be generous with their funds.

Tom Northrup: So do we.

Ned Quinn: Sorry, Tom, can I just say one thing.

Danny Davis: Ned.

Ned Quinn: We have over the last.

Bridge Littleton: [multiple speakers] Microphone, I'm sorry.

Ned Quinn: Yes. And I would just like to add that over the last I'd say 6 to 9 months, we have commissioned and gotten the results of a reserve study, which is very important for an organization with a physical plant the size that we have. We do have the results of that, and we are putting those into place and that is a catalyst for Tom's one of the catalysts for Tom's increased fundraising campaign.

Cindy Pearson: Thank you.

Ned Quinn: Yeah.

Bridge Littleton: Bud yeah.

Bud Jacobs: Thanks for coming in and thank you for providing us this information. There's a lot on this list. And the yellow highlights, I guess, indicate. urgent safety repairs that you need to have done. And I'm prepared to support your request, but I would like to have some sense that whatever money we may give you is targeted in an area that will do you the most good. And I would ask from this list, are there one or two particular priorities that you believe need to be taken care of fairly quickly? You're asking for and I'm only using this as an example, but you're asking for \$20,000. And I notice that your window replacements are right

at \$20,939. [multiple speakers] Would it be useful to you to identify one or two, perhaps items on your rather large list that we could specifically give you money for?

Eloise Repeczky: Thank you for the question, Bud. So those are all maintenance repairs that have already taken place?

Bud Jacobs: Oh, they have taken place? Oh, that wasn't clear. Thank you.

Eloise Repeczky: That is the total cost of everything that we have incurred for all of our maintenance projects in Middleburg.

Bud Jacobs: Then what would the money you're asking us for go for?

Eloise Repeczky: For the reserve study, similar to what Ned was talking about. We're meeting next week to prepare our budget for 2023 and we're incorporating, you know, the potential maintenance costs, other repairs, we're meeting with our TM property managers and their maintenance technicians to identify ones that might be coming down the pipeline in the coming years. So that will help us offset some of those costs as well.

Bud Jacobs: Great. Thank you.

Bridge Littleton: Any other questions, Peter?

Peter Leonard-Morgan: Thanks also for coming. I appreciate it. We all appreciate Windy Hill. And I was looking at the list and I was a bit confused as well until you mentioned that, because I was worried that if we're only contributing \$20,000, that would leave 110. Where are you going to get it from? It sounds like you've got that or if you don't, is that a problem? [off mic].

Ned Quinn: We would take the full amount if that's what you're offering [laughter].

Eloise Repeczky: And that's the part of the campaign that Tom's been working on. So we've been meeting with a lot of our donors here. We're actively starting a new fundraising campaign, and that's to offset some of these costs that we've incurred. So it is something that we've been actively looking towards. And again, there have been unusual circumstances over the past several years, but we are really looking forward as a new organization with my leadership, hopefully managing these on an ongoing basis and working with the town so that we can continue to build the relationship going forward. That's great, Eloise, thanks, because my concern was, you know, you're stuck without the money to do these things. So it sounds like. They've already been done. Yes. [off mic].

Ned Quinn: Right. And sorry, just briefly, musical chairs here. So when we came to a number of months ago and, you know, we discussed the repairs that needed to be done immediately and that we were putting a plan in place to get those done. One of the things that Bridge very generously offered was if it's an issue, if it's a financial issue, you know, let us know. Please let us know. At the time I said it's not it still isn't, you know, necessarily it's not that we can't do it. It's just that it would be very helpful to us.

Bridge Littleton: Let me I think knowing how nonprofits work. And we've all been on different nonprofits. But I'm going to create an analogy between Windy Hill and the charter school, right? So the charter school is always, you know, you got two nickels in hand and three nickels you got to spend. Right? That's the issue. I mean, it's you know, you can't pay all three. You can pay two. But, you know, you got a couple of nickels coming. But when are they going to come? How are they going to come? And I know, Tom, you and I talked about it and I don't want to say this is about cash flow management, but it's about, you know, as I understand it, you have spent the money that you had that you weren't anticipating to have to spend that was going to be used for other things that weren't the criticality of this, to be able to get these issues taken care of. And now the coffers are lower, the cash flow is lower, and it is limiting your options to be able to do the next level of things you want to do, one of which is included creating a reserve for future issues like this when they pop up. So, you know, and we're struggling with this on at the charter school, right? I mean, it's a big old building. And I'll never forget 18 months ago when, you know, when they came to the town and I can't remember what they were, I think they requested 10 and we did 50. It was the HVAC unit, right. It literally blew up and the county was supposed to repair, and the county said, Nope, your problem. Well, we can't not have an HVAC. So I think the if I captured the idea right, you guys are putting together an aggressive fundraising campaign that you're going to start, but it hasn't started yet.

Tom Northrup: It's in process.

Bridge Littleton: Right. So but you've got to be prepared with your needs today.

Tom Northrup: That's correct.

Bridge Littleton: And so I think that's what this is sort of, as I understand it is is focused on. The only thing I would add is I would condition it on two things. Number one, it is only spent on properties in Middleburg, number one. So you can't use it for Marshall, you can't use it for the Plains. Number two, that if it's in your, like we have rainy day reserve fund for critical repairs, great that you know but not for I don't even know what it would be.

Chris Bernard: But doing a study on potential [multiple speakers]

Bridge Littleton: Right. Yes, not spending on a reserve study. Right? Have an account. Put the money in the account and it's used. It is fenced for things that come up on your list as they come up. And I think that's kind of what the idea would be. I mean if everybody feels okay with that.

Chris Bernard: I got a question?

Bridge Littleton: Yeah.

Chris Bernard: So this is the list of things that are done. Sorry, Rhonda. Do you have a list of things that need to be done? I'm sure, I mean, you know because things change every day. These are already finished. Is there another list that's not this long that you guys already have put together? What's the?

Ned Quinn: We do. I don't have it with me today. I don't know if you brought a copy, but we've been working. Chris Pitofsky really took over sort of the immediate Middleburg repair needs. And he's been working with Estee. And I think that there is I mean, they have an ongoing list. Yeah. [multiple speakers]

Chris Bernard: But the idea is to?

Ned Quinn: We were meeting every week and now we're meeting every two weeks with the deadline.

Eloise Repeczky: And we're meeting next week with Estee to go over that.

Bridge Littleton: And maybe that's the way we do it, right? Those things that are on the you know, you've got \$20,000 and as things hit your list, you pay for them first with that, maybe that's the easiest way to do it. I think that's where, you know, we just want to make sure it's focused on the critical safety stuff that's here in Middleburg.

Eloise Repeczky: Absolutely.

Bridge Littleton: That makes sense. Okay. Does anybody have any other questions or concerns?

Peter Leonard-Morgan: [off mic] motion?

Bridge Littleton: Yeah, please. And you want to add that?

Peter Leonard-Morgan: Yeah. So I move that the Town Council approve a special grant to the Windy Hill Foundation in the amount of \$20,000 to support the cost of critical repairs at Windy Hill Middleburg properties for repairs and maintenance to be funded from unallocated revenues in fiscal year 2023.

Bud Jacobs: Second.

Bridge Littleton: Any discussion? All's in favor. Could I ask for a roll call vote?

Danny Davis: The Town Attorney would request that I do such a thing.

Bridge Littleton: Well, he's not here. All right. Who's going to do do the roll call?

Danny Davis: I'll do it. Council Member Bernard.

Chris Bernard: Aye.

Danny Davis: Council Member Jacobs.

Bud Jacobs: Aye.

Danny Davis: Council Member Miller.

Philip Miller: Aye.

Danny Davis: Vice Mayor Leonard-Morgan.

Peter Leonard-Morgan: Aye.

Danny Davis: Council Member Pearson.

Cindy Pearson: Aye.

Danny Davis: Council Member Daly.

J. Kevin Daly: Aye.

Danny Davis: I think the ayes have it.

Bridge Littleton: Yeah. I believe they do. Okay. Thank you all very much. [multiple speakers] Eloise Congratulations. [multiple speakers] Out of the frying pan and into the fire. Okay. Next item we're going to rearrange here is the discussion on the MOA with MBPA and Ali.

Ali MacIntyre: All right. Good evening. So, you guys, I'm sure, saw the revisions, but just to specify, the document was edited. So it did reflect some of the requests that this is an ongoing, evolving document that will be reviewed annually as part of our budget review. This will come up again in February should it be approved this evening. It also mentions in there that we will review this memorandum annually as part of the budget review process. Additionally, if you look at Section D as part of the annual action plan, we will develop that the town and the MBPA will develop a key list of activities for each upcoming year, and the list will include

key metrics that are developed together. Finally, we will include an appendix and for each renewed MOA for the fiscal year to measure the success of the partnership. And the only other edit that I didn't include that is in the document, but they will have a seat on EDAC, and I think [off mic] that will be Punkin because she's not on enough of our. She wants [multiple speakers]. She wants to try it out. So yeah, she's bored. So. Yes.

Bridge Littleton: You must be so bored.

Chris Bernard: She wants another one of those coffee cups and that's all.

Bridge Littleton: Right. The mug. Yeah. They're in the corner. Well, Punkin, you know, it's going to take you a long time now to get to 25 years of that committee.

Punkin Lee: This is true.

Cindy Pearson: What committee? [off mic] about that side?

Bridge Littleton: Any questions for Ali or actually, first, Philip or Chris any input from you guys on I mean, you guys all happy and EDAC all happy and? Yeah. No, I think it's ready. Okay. Any questions for Ali or Punkin? All right. Who's going to make a motion?

Chris Bernard: I gotcha. I move that the Town Council approve the memorandum of agreement between the Town of Middleburg, Virginia, and the Middleburg Business and Professional Association.

Philip Miller: Second.

Bridge Littleton: Any discussion? All's in favor say aye.

All of Council: Aye.

Bridge Littleton: Opposed? Abstentions? Okay. Ali months in the making, but good job. Thank you.

Bud Jacobs: Well done.

Ali MacIntyre: Thank you.

Bridge Littleton: All right.

Punkin Lee: Bridge.

Bridge Littleton: Yeah. Oh, I'm sorry, Punkin. Go ahead.

Punkin Lee: It's okay. Happy to be on another committee. [laughter].

Cindy Pearson: And what's your name please?

Chris Bernard: Name and address please.

Punkin Lee: I think I'll make one up. [multiple speakers] Yeah. But thank you all very much. It's a nice it's a wonderful partnership with a business association and the town. And we're working together pretty much every day doing things. So I think going forward, this will just solidify where which direction everybody's going in and where we want to go. And it's a good thing. So just wanted to say thank you.

Cindy Pearson: Thank you Punkin.

Chris Bernard: Thank you. [multiple speakers]

Bridge Littleton: Okay. One thing I'm going to one last thing I'm going to throw out of order just so we can get it done before we have to get on the phone with Randy at 7 is just a quick discussion on Chris, Ali, and my's [multiple speakers] progress on the Rural Preservation Summit. So long story short, you guys know we've picked a date January 27th, 8 to 3 at Salamander. Ali has gotten a tentative proposal on the costs from Salamander to put the whole thing together. We're going to put together a full budget for everybody and send it to you in the next couple of days. But I think we've got a really good initial outline of how this will go block by block. Basically, three major blocks. The first block is, why is it important? And again, the focus is not why is it important to us, but why is it important to the eastern side of the county? Number two, what the threats are and how those threats are materializing and they're real. And then number three is what can we do about it? And that is aimed at not only clear-cut actions to take, but also how do we energize others in the east to make it an important issue? I think several things that make January really good, even though it's right around the corner. So we are going to have to move fast on all the logistics. It would be great if we can actually help turn this into an issue of importance for every supervisor race in the county that's coming up next November, because everybody who wants to get the nomination for their party will be starting in January. I mean, I've already seen some cards of people running for supervisors. So how do we get them to stand up and take notice? Ali is working on getting the email addresses and the contact information of the boards of the ten largest HOAs. You know, it's like Sterling and South Riding and Brambleton. I mean, those people literally have oversight and impact on thousands, tens of thousands of homeowners. And, you know, inviting them out, bringing them out, stuff like that. We met with Al Van [inaudible] earlier this week to get some of his thoughts and ideas on the right topic points, the right discussion areas and some potential people who could talk to those issues in a way that resonate and connect with Eastern Loudoun. So I you know, we got a lot of work to do. The goal here is to get the invites out in the next, let's say, a week or two. And but I think we've made really good progress. And I don't know, Chris, is there anything else you want to throw in there?

Chris Bernard: Lots of planning.

Bridge Littleton: Lots of planning, Yeah. So these three blocks, each block has probably maybe two speakers. So each speaker will go for 40 minutes or so. Then there'll be breaks, they'll be lunch and then finish up by three. But yeah, so we'll get a full budget together and send it to everybody so you guys can take a look at it probably sometime next week and we'll take it from there. So and if you guys have got any ideas, Ali, let's send everybody the, you know, the sort of notional agenda we've got so far. That way they can look at it. If you guys got any ideas, let us know. Cool. All right. Now we'll go back to the normal agenda. First up is staff reports. Rhonda? Danny.

Danny Davis: I would just say the biggest thing that happened, technically, I guess it was in November, but Rhonda did a phenomenal job putting together the volunteer appreciation dinner. And so kudos to her. She always puts on a great show. And you could tell it was appreciated by everyone there. Lots of fun. And we're looking forward to what we can do next year. Other than that, all my time has been on the town hall project.

Bridge Littleton: Yes. Rhonda has run out of themes. [off mic] Next is Ali.

Ali MacIntyre: Nice to see you guys again. All right.

Bridge Littleton: It's been a while.

Ali MacIntyre: It's been 14 seconds. [laughter] You have my report. I just wanted to go over a few things that I perhaps didn't mention in here. The first one being the Christmas parking sign ups, did go out just before the meeting today, and we already have about 10 people signed up to the businesses for the Christmas and Middleburg parking, which Peter mentioned last time. So we have five businesses, the same five that did it last year. And actually Emmanuel Episcopal, was only able to donate six last year. They're donating all of them this year, which I think is about 27. And we'll also be holding our police breakfast and lunch there. So that's where the officers will be able to park. And then we have some parking for the businesses as well; National Sporting Library, MFHA and then, of course, our Liberty Street and Atlantic Union lot, which Atlantic Union has been working with us really well to make sure that they can give back some spaces to the community. So people are very happy about that. Stroll Willowsford is an event that will be taking place on December 7th. They're doing their own little mini-Middleburg shopping night. I've been speaking, I was actually in contact with their advertising person about something separate and she mentioned this to me like, thanks. Thanks for letting me know. So she's opened it up to all of our businesses. So I sent that out.

Cindy Pearson: This is where?

Ali MacIntyre: This will be in town. So they've done this in the past. The Hill School has partnered with Willowsford to have their own shopping evening this little night out in Middleburg. But they've only used a few businesses before. This year they're opening up to all the businesses that want to participate. So I sent them

the form, connected them with her and this is not a town event. But I was happy to connect with her to be able to get other businesses included should they want to. Yeah. And then Dickens activities, working with MBPA closely to get all of that going. So the carriage rides have gone out, the notes have gone out in the memo that Town Manager Davis sent out. And also, they'll be made available to the public on Monday. So we have 96 rides this year. So perks of booking in advance, which is really great. Yeah.

Peter Leonard-Morgan: Where is Tiny Tim's Toy Shop going to be?

Ali MacIntyre: I believe it's.

Peter Leonard-Morgan: Is that competition for.

Ali MacIntyre: TBD.

Chris Bernard: Short answer. No.

Ali MacIntyre: I believe that's going to be at the Parish House. [laughter] Do you know more than I do? That's still in progress, but I know that they're working with the police department. Lieutenant Jones really came up with the idea, so they're working together to do that. So I will follow the marching orders and volunteer my time and marketing.

Bridge Littleton: But, Peter, competition is a good thing.

Peter Leonard-Morgan: It is.

Bridge Littleton: Any other questions for Ali? Ali, I had one question I was looking at. I think it was last. Well, we did [inaudible] the town. And I know we've talked about this before, but I was going back to the deck and it was something we said was, you know, our social media presence since we brought on the marketing firm has doubled. How does that break down? Does that mean like the number of people following us or the number of people that click things or?

Ali MacIntyre: I can get you the specifics. I don't know exactly. I would initially say, audience, our audience has grown. I can get you all the specific metrics just because I don't know at the top of my head.

Danny Davis: Yeah, that metric we use is specifically what we would call followers or fans or whatever. But it's on our Facebook page we're at 13,000 give or take, and Instagram is almost 6,000 or it's a little bit more in each. So those numbers have essentially doubled since where we were September of 2021. So that is the number of people who actually have clicked like, which means they get our updates in their feed as they go along. One of the items we actually just talked about today that I think we want to talk with EDAC and specifically Council Members, Miller and Bernard, is are we at the point where we need? There's a strategy in

how you do your advertising in social media. Are you going for impressions? So you get in front of a million eyes or are you going in for engagements where you're getting people to actually spend more time and clicking and liking and sharing? And we've done a big push for impressions, but we may want to re-look at our strategy now of how we're targeting those ads. And then also maybe the balance between not necessarily growing our numbers as quickly but growing the engagement per per post. So maybe more than you were asking, but definitely a conversation that we need to keep having with EDAC as we look at how best to use those funds.

Bridge Littleton: Okay, great. And I guess the other question that made me think of is and the answer is maybe it's no. And you know, it is what it is, but is there a way in which you translate that into actually something that you know. Right. Well, it translates into X number more visitors or it translates into X amount of additional economic activity, or it translates into that you know, we're not making money, the town isn't making money off of somebody looking at our spending an extra 30 seconds on the Town of Middleburg post. They're making it's beneficial to the economic development of town by the person seeing something and coming out here right. And if look, if it's too hard to connect the dots and see the correlation, it is what it is. But I just you know, it'd be great to know that, right? Like, wow, we spent X thousands of dollars this year and the result was, you know, \$800,000 of additional economic activity. So it's a question, you know, is it possible? I don't know how that world works. Yeah. You guys, I mean, Philip you used to do that, so.

Philip Miller: It's very difficult to connect to directly.

Chris Bernard: You have to measure something on the end, and that's either the dollar spent, which how do you we're not. [multiple speakers] And then or the people counters, and you know, so our followers are going up and the number of visitors go up. But again, tying them together is.

Danny Davis: Hard to put a direct causation.

Philip Miller: You can do it in a targeted per campaign basis by getting people to say sign up or click through to buy their parking. Things like that.

Bridge Littleton: Okay. Just curious. All right. Any other questions for Ali? Thank you. Go once. Going twice. Thank you, Ali. Tina.

Tina Staples: Hi and good evening. I just made a note on the front of my report. I wanted to just draw your attention to that the street sign sales brought in over 1,500 dollars to the health center fund, which was really nice. It was a good effort and worked out well.

Chris Bernard: Was it really hard to manage?

Tina Staples: No.

Chris Bernard: All right.

Tina Staples: But Will did most of the work really, I just collect the money.

J. Kevin Daly: Are there more signs [multiple speakers].

Will Moore: Tim did most of the work. Yes, but there are still signs available. But we are going to have to do something with them. They're taking up a lot of valuable space right now in Tim's shop. So we're going to have to do something with them soon.

Chris Bernard: Does the museum want any of them?

Will Moore: The museum, [off mic] they purchased a North Madison Street Sign.

Chris Bernard: Oh, good. Okay. So they know?

Bridge Littleton: I mean, yeah. So they're aware of the availability of the signs. We could just give them some if they want. Well, it's a quick question. How many are left? Roughly. [off mic].

Will Moore: I would rough guess 60 maybe 70.

Bridge Littleton: And we had about 160?

Will Moore: We had about we had 140 couple.

Bridge Littleton: Okay.

Chris Bernard: Yeah, that's good. Yeah.

Tina Staples: We sold 61.

Bridge Littleton: Okay. [off mic]. No. [off mic]. Yeah. So let's do this. Let's put another post on our website or on Facebook saying, Hey, if you'd like a sign, we've still got a number left. Come one, come all. They make great Christmas gifts. I know that's what I'm doing with a couple of ones I bought. See what a dent that does. And then what?

Cindy Pearson: Well, Christmas gifts, that was actually clever. [laughter].

Bridge Littleton: Oh, yeah, absolutely. Oh, yeah. Yeah. No, I mean, I love you guys, but come on, there's a limit, 25 bucks come on, give me a break. Okay, so Will are you guys comfortable holding on to them until mid-January? We'll see what comes out after the first of the year. And then if there whatever's left is left, we'll figure it out.

Tina Staples: Yeah.

Danny Davis: And if we need to relocate them to a better spot, you and I can. [off mic]

Tina Staples: Yeah. Oh, that's a good idea.

Peter Leonard-Morgan: Birdhouses. I don't wanna make extra work, but do you think maybe taking a couple of photographs and put it on the website? Those pressed ones look really cool. They've got Patina and.

Will Moore: I mean, we had one photograph on the website with it. [multiple speakers]

Bridge Littleton: Oh, distressed ones.

Will Moore: I know what you mean.

Bridge Littleton: There's some that are aluminum and there's some that are like actually steel with enamel.

Danny Davis: That's actually a great idea, time capsule.

Chris Bernard: I wish we could save one to put in one of the display cabinets in the new town hall or something?

Danny Davis: We do. [multiple speakers].

Will Moore: We've already done that.

Bridge Littleton: Yeah. Okay. All right. So there's some. You guys are okay? We're good. Okay. Any other questions for Tina? All right, Tina, thank you. All right. Next is Rhonda. Will? [laughter]

Danny Davis: I thought we already went over.

Will Moore: Like. Wait. Thank you. Not biting this evening. You have my report. I don't have anything to highlight, but happy to answer any questions you might have. [off mic]

Bridge Littleton: Anybody got any questions for Will? All right. Next is we got here, AJ. I'm pleased to note that you accepted the cancellation of your retirement.

A.J. Panebianco: I will accept checks as long as you want to mail them. [laughter]. Very quickly. A couple of things to highlight. One, if you absolutely need space, we can probably store some of the signs or all the rest of the signs temporarily in one of the storage rooms of the PD. So if it has to happen, we can take care of that. You were talking about Facebook and one of the things I wanted to highlight today was that we had a found pup the other day, which I posted on Facebook that we had called Animal Control. If you know who owns it, let us know. And before Animal Control could get here, actually within 5 minutes of the post going up, I received a call and they said, I know who the owner is. And the owner came and got it. So. All right. So our Facebook post did well. And so that's a one for one on that ratio. [laughter]

Chris Bernard: Good news. You can retire from your job at night of Allie's job.

A.J. Panebianco: Exactly. Exactly. Yeah. Daniel just finished the new detective school when Mike Prince retired, Jay Holland sort of took over the investigations. Fortunately, we didn't have a lot of them. And when he retired, we lost the person who was assigned to do investigations. Daniel has a interest in that, and we're developing that interest. And so he is getting the training that he will need to be able to handle that. Mark Putnam just completed training for all of our officers to get them recertified. With the Taser he's a state certified instructor and we want to thank Fairfax County for assisting him in getting his recertification because the Academy wasn't offering one.

Bridge Littleton: Who in the PD did he practice on?

A.J. Panebianco: We actually bought a dummy. But I will tell you, I have been tased probably 20 or 30 times as an instructor, and it hurts every single time. You know, a lot has now been explained. [laughter].

A.J. Panebianco: Yes, exactly.

Cindy Pearson: That explains it.

A.J. Panebianco: I've got. Yeah, I want to take it.

Bridge Littleton: [multiple speakers] You were right.

A.J. Panebianco: Yeah. I want to take a second to recognize our staff. This is our busy season, and they've really stepped up well, between everything that occurred in October. As a matter of fact, Danny and I were just talking. We have an event that sort of impacts Middleburg a little bit. We have a marathon. If you notice the signs that will be coming up this weekend and one of our officers will be standing.

Philip Miller: Running it? [laughter]

A.J. Panebianco: You know, standing to keep the people coming and going safe and keep the road that is closed to through traffic, closed for about 15 hours. So he has a long day in front of him. And then, of course, we have the events coming up in December, which staff is really stepping up to the plate to take care of pretty much every week until Christmas there's an event. And I've greatly appreciated the efforts that they do. We're working with Ali to try and make sure that the parking lots that are secured for Christmas in Middleburg parking are reserved. So we're going to work with her and Tim to try and make sure there's some items available to block off those spaces. And if you were out in the lower end of town this weekend, Chris, you may or may not have heard a disturbance that occurred and one of our officers had to.

Chris Bernard: I almost got to see Mark use his taser.

A.J. Panebianco: Yeah, exactly. But fortunately, we were very fortunate that Mark was able to control the situation without a violent resisting of arrest. But it was a bit of a resisting, not enough that Mark felt like he needed to charge the guy. And but he was arrested and did cause quite a disturbance at the [inaudible] town. So I want to say that Mark did an excellent job. I have watched the video, did an excellent job of controlling him without having to step it up to the next level and warning him, you know, please don't kick me. If you kick me again, I'm going to put you on the ground, things like that, and use very clear commands to get compliance. And so very proud of the work that he did. So I felt like it was worth mentioning so.

Bridge Littleton: Any questions for A.J.? A.J. Thank you, sir. Thank you. Thank you. Town Attorney report. Martin does not stand ready to answer any questions.

Chris Bernard: He's standing somewhere.

Danny Davis: He's in Culpeper standing ready to answer questions. So it's in here at town hall?

Danny Davis: Town Hall?

Bridge Littleton: Yeah, town hall.

Danny Davis: So a few brief updates. Thanks for all who were able to come out on the tour on Monday. You saw that we're making some pretty good progress. They have completed the stone water table on the west side, which is the highest amount of the stone on the water table there. And it looks fantastic. Really, really good work. And then they're working along the south side of the building today. They finished the retaining wall on the east side over here. They're starting work on the retaining wall on kind of the northwest side near Pendleton Street. If you have looked out or have not yet, next time you walk by in the daytime standing seam metal roof is partially on and it looks really, really good. So it's exciting to see that. The big thing right now is we know we're getting a lot of rain overnight tonight and tomorrow with the remnants of Nicole. So they are

trying to watertight the building as much as possible. It's not waterproof, but it's as much as they can put up additional measures to keep water from intrusion into the building. And so they're taking efforts towards that and, of course, with wind as well. One big push right now is that, as you all probably know, asphalt plants generally close down when it gets really cold and they are pushing really, really hard to get a lot of their work out on the other side of the building complete so they can at least get a base coat of asphalt down before the end of the month. We shall see if they hit that date.

Bridge Littleton: Any questions for Danny on the town hall?

Cindy Pearson: What are they digging out here?

Danny Davis: For the fifth time? You mean? Oh, yes. [multiple speakers] Yes. So what they dug two days ago was our telecom conduit for our Comcast Internet and phone service. And then what will be dug not tomorrow, because the rain, but likely in the next week or so will be the gas line. So first they put it in the water line, came back later, did the power, came back later, did the telecom.

Cindy Pearson: [off mic] Yes.

Danny Davis: And each time, you know, there's a. [multiple speakers]

Bridge Littleton: To be fair, not on the general contract.

Danny Davis: So we can talk offline about that.

Bridge Littleton: Yeah. But like, you know, Dominion has their ways and others have their ways. So, you know, it's not as simple as, oh, everybody does it all together in a big happy family.

Danny Davis: Some of them, yes. Some of them no. That is true. So there is a big rock right outside my window. So they every time they go through that section, it's. Thankfully, I took last Friday off, so I did not have to endure that. But I know that it shook all day long and you heard it. [off mic] So that's but thankfully, they just have the gas line left and that will be the final utility in that kind of run up. And all that's going to be just landscaped or grass at the end of the day. But that all goes into the building on the south side here in various locations for all the utilities. And then sewer comes out this side over here.

Bridge Littleton: Okay. The last two things we've got here is the consent agenda and the Zoning Text Amendment. So does anybody wish to remove anything from the consent agenda? Okay. Will someone like to make a motion?

Philip Miller: I move, we adopt the consent agenda as proposed.

Chris Bernard: Second.

Bridge Littleton: Any discussion?

Danny Davis: Could I get a roll call vote because one of them does expend funds?

Bridge Littleton: Okay. Go ahead.

Danny Davis: Council Member Bernard.

Chris Bernard: Aye.

Danny Davis: Councilmember Jacobs.

Bud Jacobs: Aye.

Danny Davis: Councilmember Miller.

Philip Miller: Aye.

Danny Davis: Vice Mayor Leonard-Morgan.

Peter Leonard-Morgan: Aye.

Danny Davis: Council Member Pearson.

Cindy Pearson: Aye.

Danny Davis: Council Member Daly.

J. Kevin Daly: Okay.

Bridge Littleton: Okay. Next item is Zoning Text Amendment discussion on short term rentals.

Will Moore: Thank you, Mr. Mayor. You have the memo that accompanies the recommended Zoning Text Amendment. Just, I don't want to rehash everything in the memo for you, but you'll recall that the Commission spent a good deal of time on this. Pretty much all of this calendar year dating back actually to late 2021 when they started work on looking at our short-term rental regulations. The first step that they took was preparing a comprehensive plan amendment that was adopted in the spring, and then they began work on the actual amendments. What you have before you is the result of many months of of hard work. The end result that is

recommended by the Commission adds a little bit of clarification in a couple of areas that the current regulations were short of. It does something very basic just renaming it to short term rentals. We had previously called it limited residential lodging because at the time we adopted our original regulations. That was a term that was being used in legislation at the state level that was being contemplated at the time. So it's not the most intuitive term. So we're just changing it to short term rentals. But just a couple of clarifications added to our current regulations; one, that the use as a short term could not occur in an accessory dwelling unit using the term nights instead of days. Similar to the way you book a hotel. And the reason that was added was to just clarify that if you rent for one night, say it's a Friday to a Saturday, that's one night. It's not because Friday and Saturday two days. So it just gives that clarification and additional clarification, just reinforcing the fact that if you are approved for a permit, that you do have to have a business license and you are responsible for collecting and remitting transient occupancy tax. So that is the bulk of what this amendment proposes after all these months. I did include the previous draft just so you could see there was a great deal of work that went into earlier drafts. The commission started down a road that was essentially suggested by staff that would potentially address different neighborhoods or different physical circumstances in different manners. And what I mean by that is it was a tiered approach where wherein if you were located in the R2 zoning district, which is specifically designated for older, established neighborhoods that's specific language out of the zoning ordinance that you would have if you met all criteria and were approved, you would be eligible for many fewer nights than if you were located elsewhere. So the tiers, the most restrictive would have been in R2 the next tier would have been adjacent to or in close proximity to R2. And then the next tier, which would give the most flexibility, the availability for the most nights per year, would be for other properties that were otherwise eligible, but were distanced from the R2 district so that the use would have less impact. I don't want to speak for the Commission. Mr. Jacobs is here, but I think it's fair to say at first this approach was of interest to the commission, but I think they had a hard time wrapping their heads around what those actual numbers should be like, how many nights should be available in R2, how many nights should be available in the next year. One of the things that we were unable to provide staff, unable to provide to the commission, was a good model to go by, because even though we're five years into at least our own regulations, some other communities have adopted regulations of their own since then. There's no good model that could be applied to the way we're trying to address the use here in Middleburg. So there was no really and oftentimes communities do this. They look to other jurisdictions that have regulations that address specific topics of concern, and you can use those and adapt those, but there's just no real good model to provide to them. So I think it was hard for the commission to wrap their heads around what should those numbers be? And then all said and done, they decided to remove that tiered approach. And that's why what is contained in the recommended draft four is kind of a scaled back version of the regulations. That being said. The current regulations state that if the maximum number of days that a property can be considered for, for the use is 180, it will now say nights. But that doesn't mean that you have to grant 180 nights. That's just the maximum amount that can be considered. So the commission could recommend, and the Council could approve a condition that limits those nights for a particular application. So it's not 180 or nothing is what I'm trying to say. There is support in the comprehensive plan language that would justify you being able to do that. So I would be comfortable for that with that. However, what you don't have is a better set of guiding documentation as to what those numbers should be established in the ordinance by this recommended draft. So I hope that makes

sense. Again, I do want to commend the commission. This was not an easy lift and they worked very hard on it. I'm not apologizing for them because they don't need to be apologized for. But for those reasons, that's why what is before you as a recommended draft is a really scaled back version of maybe what you would have been expecting. So I hope that makes sense. Sure. So a couple of quick thoughts. [off mic] Oh, I'm sorry, Bud yeah, go ahead. [inaudible] is going to wait.

Bud Jacobs: Oh, okay. Well, I'll be quick. Bills. Not Bills. [laughter] Will's. Summary of our.

Bridge Littleton: You mean Rhonda. [laughter]

Bud Jacobs: Of our interminable and tedious discussions about the number of nights and the location of the property. He captures it extremely well. There were just two other considerations. I think we first of all, came to the realization once we figured out that there wasn't another jurisdiction that we could look at that's actually done this is that the differences in distance between properties did not necessarily correlate to the potential nuisance factor. Noise is noise, whether you're hearing it from a block away or 100 yards away, there's very little difference there. And secondly, and probably more importantly, was the fact that we believe that we can reserve to ourselves the right to recommend to you additional special conditions on any special use permit application that we get. So that if we had, I don't know, two applications in proximity in the R2 district, we could recommend to Council and you could approve a restriction that said for those two properties, the special use will allow rental only for four nights a year or whatever, whatever it might be. And I think the Commission felt that that pretty much took care of what we were trying to achieve with the tiered approach. And I think that's. Am I forgetting anything? I think that's it. Oh. Third point. If you haven't done so, read the current ordinance. It is quite restrictive as it is. So that was another condition I think that many of the commissioners at least looked at and relied upon to decide that this cleaner version of the amendment to the ordinance would probably work okay.

Bridge Littleton: Thank you, Bud. Appreciate it. So I am going to take prerogative and go first. I've gone through this extensively and I appreciate the Commission's hard work and wrestling with the issues. I guess my fundamental concern is, I don't trust the future. So just because a Commission could recommend you know, restrictions today that may not be the Commission five years from now. And this may not be the Council five years from now. So when I look at zoning, I always look at what's the maximum that can be done, because assume that anybody applying for something for a land use right, will apply for the maximum that they can do. So now that doesn't mean that it doesn't negotiate from there, but I think what happens also is they will look at the economic benefit of it. And I think our first application that's come in, which was the one we approved last meeting, is that correct? Yeah. And somebody else I just spoke to the other day who bought a home on Foxcroft Road, a small, sort of somewhat affordable home. And she said, Oh, yeah, I just closed on it. I'm so excited. I said, Oh, are you moving in? No, I'm turning it into Airbnb. And I'm like, Great. Another affordable house is now turned into an Airbnb. The article that Terry sent out about it was either Aspen or Vail. I can't remember which which one. It was really highlighted it right. It's the affordable properties that are getting bought and turned into Airbnb's. So we already have a housing affordability issue, and this only

exacerbates it. Now we can't do anything outside the borders of town. No one's going to buy a \$1.5 million home in Middleburg to turn it into an Airbnb. They're going to buy the one that's \$400,000. It's going to need some TLC and turn it into an Airbnb. So does 180 days make that economically viable? Sure. Does only having 26 days make it economically viable? Probably not. So that house likely remains one in which will be a home that can be bought by somebody. Now we're struggling with the other side of it with the teardowns. Right. The buying of something that's \$400,000 and tearing it down and building, that's a totally different issue. So., I guess. You know, I mean, and again, I'm not. I appreciate the Commission's hard work. But I don't know. And this is for Council to wrestle. This is for us to wrestle with now. I don't know if we're actually addressing the big challenge that we were trying to wrestle with. I would be incredibly more comfortable if what our zoning ordinance said was you can go no further than this because again, in four years all of us could be somewhere different. It's a whole new group. I mean, look back. I remember back in 2001, 2002, when the whole board was anti-growth and then the election and it flipped the entire board, and it became a pro-growth board at the county. So. I thought the tiered approach was a great approach. If we have to pick some numbers, you know, we have to do some analysis and pick some numbers that are good starting points, and we can always adjust them in the future. Right? Just because someone else doesn't have something to model doesn't mean that we can't take the first step and give it a try. I think that draft was fantastic that you guys came up with. So I know I'm droning on and on. I'm just really, really concerned. So anyway, I don't know any other thoughts or? [off mic].

Peter Leonard-Morgan: Yeah. So to your point about investors, it's a very good point. But don't forget, I think I'm saying that each short-term rental property has to have an owner or manager locally. So it's not [off mic] okay. Right. So I think it's not just someone can invest in it and live far away and just short-term rental it all the time.

Bridge Littleton: No, they hire a property management company. Okay. So I mean, like Black Water, not black water. Jesus, what is it, Black Rock or. [inaudible] No, the big hedge fund. Was it Black Rock? Yeah. I mean, they're like the biggest owner of short-term rentals in Vail.

Peter Leonard-Morgan: Okay, so but, I mean, we've got a detailed ordinance here. One thing I would have liked to see, which I gather we can't do, is to have a situation where the Special Use Permit expires when the property is sold. But I think you've been through all that, and there's case law that makes it difficult.

Will Moore: That conversation continues between the Town Attorney and myself. I think we got enough of a resolution to get through the first case that you ultimately approved last month, but that's a conversation that I think needs to continue.

Peter Leonard-Morgan: And that was voluntary or?

Will Moore: It was voluntary that time, which is why the Town Attorney's concern was alleviated there. But I think there's more discussion to be had about that.

Peter Leonard-Morgan: And I think wasn't there a conversation at some point about trying to limit how many and I'm going to word this wrongly, how many short-term rental properties you can have in an area? You know, in other words, maybe if you've got five homes, you could have to make these numbers up, but you can't have like a whole block of short-term rentals that would clearly be a real problem.

Will Moore: That was looked at many, many months ago. It never made it into the draft ordinances. There are legal concerns with putting conditions on proximity to one another, those kind of things. So we were encouraged not to go down that actual path with the ordinance.

Bridge Littleton: Let me ask a question of counsel. Do we think 15 years from now, 50% of the housing in Middleburg being short term rentals and not homes is a good thing for the vision of the future of the town, that we would want to see? [off mic] Okay, so like this map, right, that's about 70% of the homes. You know, 67% of the homes could be short term rental. You know where the green dots are. Well, red and blue. That's, you know, that's Salamander, that's its own thing. Right. It's really what we're really talking about is R2. As you look at that map, if every one of those was a short-term rental is that what we want? And if it's not, then we have to the changes being proposed right now, don't adjust that. So we have to look at it. Yeah.

Danny Davis: Will, I don't know if you had the Comp Plan language and you do have it in the memo? I mean, I do believe, notwithstanding the fact that we don't have zoning language specific to the point you're making, I do believe the Town Council retains discretion as it relates to the Comp Plan language, which is a factor when considering a zoning request and would give the Planning Commission and the Council the standing to be able to consider if the density of short term rentals has grown to a level that is compromising the character of the town. And that is why the language was the first to be adopted.

Bridge Littleton: So that's fine? This is not to me, this is not a question of standing. Of course, they always have standing any future council. It's the fact that if a future Council ten years from now does like what the Board of Supervisors did 20 years ago and flips to being nothing but totally pro-growth, they don't have to do anything to simply allow the entire town to be run over by short term rental. If we change the zoning, that discourages short term rentals in a very significant way, both because it's not economically viable or whatever else that we can legally permissibly do. Can the future council change that? Absolutely. But you know what they've got to do? They've got to change the zoning; they've got to change the Comp Plan. They got to come in here and stand in front of the citizens of the town and say, we want to proactively put this back on the market to change the town. That's what I want. And this is a team decision, right? It's a Council decision. So, and hell, I don't even vote. But I mean, if that's going to be where the character of the town wants to go when it's the next Council ten years from now, fine. They should be forced to have that as a public engagement, public hearing that they publicly own, would be where I am. So. And look. Yeah. I mean, they get that right? Right. [laughter] They get that right. And if the community wants that, then they can change it and they can go right back to what they want to go to. But if we don't do something different, they don't have to do that. And that's you know, that's my thought. I mean, just does everybody? Who feels like minded and not? And if there

is a consensus on that is something worthy of trying to figure out, then Will the question becomes for you, what is the process by which that gets engaged?

Will Moore: Yes. And quickly, I think I can answer that. What's before you now is an amendment that was initiated by the Planning Commission so you wouldn't have the ability to make this particular amendment more restrictive without sending it back to the Commission. I will share with you that what is contained within the recommended amendment are elements that were also in the previous draft. What do I mean by that? I mean you could proceed with passing this amendment and you wouldn't have to undo any of it if you wanted to initiate your own amendment, which is the process. Your zoning ordinance can be amended, an amendment can be initiated, I should say, by either the Commission or the Council. So I think my recommendation to you would be to consider proceeding with this amendment, conducting the required hearing, and taking action on this amendment, and maybe simultaneously discussing amongst yourselves as a whole, or if you wanted to do a subcommittee or have a couple individual members work with staff, so we could talk about whether or not you wanted to initiate your own amendment. You would have to send that to the Commission for recommendation. But at that point in time, it's your amendment.

Bridge Littleton: So we can do what we want to it?

Will Moore: Right.

Bridge Littleton: Okay, I got it. That makes sense. So again, I think this one is great. I think there's a lot of good stuff in here. [off mic].

Chris Bernard: And it doesn't create an issue that we have to undo. [off mic]

Bridge Littleton: No. Exactly. Exactly. Is everybody comfortable with that? I mean, again, I think this amendment is good, right? There's everything in there is good. I just you know, and I think we understand where the commission is. So then it becomes on us to maybe at the next meeting or the first meeting in January think about what we want to do if we want to do something. Does everybody, yeah Bud?

Bud Jacobs: I would say I don't think any of us would disagree with the goal that you're trying to achieve here. Just from having taken part in the discussions over this particular amendment. I'm not convinced at all that the tiered approach is going to do what you're trying to achieve.

Bridge Littleton: Sure.

Bud Jacobs: So one thing to consider, I'm not sure we can do it, but if this is such an important issue for you, then let's talk about banning short term rentals outright throughout the town.

Bridge Littleton: I don't think we can.

Bud Jacobs: Well, I think there have been jurisdictions that have done it, but I think we're going I guess the point I'm trying to make is something more extreme than what we have so far come up with is going to have to be seriously considered if we're going to get to the goal that you have set for us. And I'll leave it at that.

Bridge Littleton: Other thoughts? I know we got to jump to call [multiple speakers] but.

J. Kevin Daly: I agree with Bud on this. If you don't want B and B's, then don't allow them in the community.

Bridge Littleton: Yeah. I don't think that's I think you have to there is a state statute that says you have to. You can regulate them, but you have to allow them to some degree.

Philip Miller: And we've just created precedent too.

Bridge Littleton: Right so.

Will Moore: If it's okay, I will proceed with scheduling the hearing on the current amendment. And again, these discussions.

Bridge Littleton: Bring this back in January.

Will Moore: Yeah, absolutely.

Philip Miller: But I think we're all of like mind that we would like to restrict it as much as possible, more so than this does. So obviously, we need to set up a time to time or work group to to work on this. [off mic].

Bridge Littleton: [multiple speakers] Ok no, this is hard and, you know, and the Commission did a lot of hard work to come up with.

Philip Miller: This part is not hard, making this decision.

Bridge Littleton: No, no no. I agree with that. But I mean, you know, and it's hey, this is Airbnb stuff is new, uncharted territory, right? So.

Bud Jacobs: Well, applying special conditions is also not hard. And the Mayor is not worried. If I understood you correctly about our use of that tool to limit Airbnb's and other short-term rentals, you're concerned about a future Council not availing itself of those tools in order to achieve the same end. It's fair.

Bridge Littleton: I trust us. I just don't trust who's going to be here in the future. Yeah.

Bud Jacobs: It's a fair point.

Bridge Littleton: Yeah, okay I know. We got Randy waiting. Will, so let's go ahead and schedule the hearing. Yes, sir. And then let's put this on the agenda item for January. Yeah.

Danny Davis: I would suggest you have that conversation. Just have the public hearing if you choose to adopt it that night, and then we can roll into what are the next pieces of it. Just have it all at the same time.

Bridge Littleton: Perfect. All right. I don't think did anybody have any discussion items or any additional info? Don't think so. All right. So now we need to go to a closed hearing or Closed Session. Who would like to read? Thank you, ladies. Who would like to read the. [inaudible] there you go. Peter?

Peter Leonard-Morgan: [multiple speakers] Oh, thanks a lot. I'm glad I can help. Okay, so here we go. [inaudible] ready? I move that council go into closed session as authorized under section 2.2-3711 of the Code of Virginia for one consultation with legal counsel employed by the public body regarding specific legal matters requiring the legal advice of such counsel related to the Town Hall project contract as allowed under subsection A8 and 2` for the discussion of an appointment to the Middleburg Arts Council and three for the discussion of the performance review of the Town Manager, both as allowed under subsection A1. I further move that the Council thereafter reconvene in open session for action as appropriate.

Cindy Pearson: Second.

Bridge Littleton: All those in favor say aye.

All of Council: Aye.

Bridge Littleton: Opposed? Abstentions? Great. Norm good seeing ya. [multiple speakers] Take care. Thank you. All right, hold on here. [multiple speakers] I ask that Council certify that in the Closed Session just concluded. Oh, God. To the best of each member's knowledge, nothing was discussed except the matter or matter specific identified in the motion to convene in Closed Session and to lawfully permitted to be discussed in a Closed Session under the provisions of the Virginia Freedom of Information Act as cited in the motion. I would like to remind those present for the closed session that any discussion that occurred within it should be treated as confidential.

Chris Bernard: Yes.

Bud Jacobs: Yes.

Philip Miller: Yes.

Bridge Littleton: Yes.

Peter Leonard-Morgan: Yes.

Cindy Pearson: Yes.

J. Kevin Daly: Yes.

Bridge Littleton: Okay. Would anybody like to make a motion regarding the Arts Council?

Chris Bernard: [off mic] I move that Council appoint Bob [inaudible] to the Middleburg Arts Council to fill a vacancy said term to expire June 14, 2024.

J. Kevin Daly: Second.

Bridge Littleton: Any discussion? All in favor say aye.

J. Kevin Daly: Aye.

Cindy Pearson: Aye.

Peter Leonard-Morgan: Aye.

Chris Bernard: Aye.

Philip Miller: Aye.

Bridge Littleton: Opposed abstentions?

Bud Jacobs: Aye.

Bridge Littleton: Motion carries. Meeting adjourned.