



MIDDLEBURG TOWN COUNCIL
Regular Monthly Meeting Minutes
Thursday, January 23, 2020



PRESENT: Mayor Trowbridge M. Littleton
Vice Mayor Darlene Kirk
Councilmember Chris W. Bernard
Councilmember Morris "Bud" Jacobs
Councilmember Peter Leonard-Morgan
Councilmember Philip Miller (arrived late)
Councilmember Cindy C. Pearson

STAFF: Danny Davis, Town Administrator
Rhonda S. North, MMC, Town Clerk
William M. Moore, Deputy Town Administrator
A.J. Panebianco, Chief of Police
Jamie Gaucher, Business & Economic Development Director

ABSENT: Councilmember J. Kevin Daly

The Town Council of the Town of Middleburg, Virginia held their regular monthly meeting, beginning at 6:00 p.m. on Thursday, January 23, 2020 in the Town Hall Council Chambers located at 10 W. Marshall Street. Mayor Littleton led Council and those attending in the Pledge of Allegiance to the flag.

Special Recognitions by Mayor & Council

Resolution of Appreciation – Eric Combs

Mayor Littleton noted that Mr. Combs was recently appointed to the Loudoun County Planning Commission and was elected as their Chair. He read the Resolution of Appreciation aloud.

Vice Mayor Kirk moved, seconded by Councilmember Leonard-Morgan, that Council adopt a Resolution of Appreciation extending its appreciation to Eric Combs for his service on the Middleburg Planning Commission from January 12, 2012 through December 16, 2019.

Mayor Littleton thanked Mr. Combs for his service to the Middleburg community and for representing Western Loudoun on the County Planning Commission. He opined that this spoke to his integrity and personal dedication. Mr. Littleton presented a signed copy of the resolution and a Middleburg paperweight to Mr. Combs

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

No – N/A

Abstain: N/A

Absent: Councilmembers Daly and Miller

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

Resolution of Appreciation – Bronze Fox Sculpture

Mayor Littleton noted that the bronze fox sculpture, which was the result of the dedication of the citizenry, added art and beauty to the town. He read the Resolution of Appreciation aloud.

Vice Mayor Kirk moved, seconded by Councilmember Pearson, that Council adopt a Resolution of Appreciation to the Middleburg Arts Council, Artists in Middleburg Gallery, Middleburg Garden Club, Middleburg Community Center, Virginia Marble & Granite, Crème de la Crème, Goskin Cary, Sandy Danielson, Olivia Rodgers, the Cadenas Family, Jason & Melissa Craig, Viviane Warren and Erju Ackman for their contribution to the creation and dedication of the bronze fox sculpture located in front of the Middleburg Community Center.

Councilmember Bernard, who was the Council representative from the Middleburg Arts Council, noted that they did an awesome job. He opined that the bronze fox was their crowning achievement.

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

No – N/A

Abstain: N/A

Absent: Councilmembers Daly and Miller

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

Mayor Littleton presented a signed copy of the resolution to the Middleburg Arts Council.

Action Items (non-public hearing related)

Request for Donation – American Legion Post 295

Town Administrator Davis noted that the American Legion had been a part of the Middleburg community for many years. He advised that in the past, they received donations from the Health Center Fund; however, they had not applied over the past couple of years. Mr. Davis explained that they now required funding to provide services to the veterans and to the replace their signage. (Councilmember Miller arrived at the meeting at 6:14 p.m.)

John Moliere, 1st Vice Commander of American Legion Post 295, advised Council that they were in the process of improving their facilities and wanted to make its availability known to the public. He explained that in that regard, they installed a mural on the building that was not allowed under the Town Code. Mr. Moliere reported that they were in the process of replacing it and had a contract with Quail Run Signs, who was in the process of developing a new design. He advised that they were requesting a \$5,000 grant from the Town. Mr. Moliere reviewed some of the services provided by the American Legion. He reiterated that they wanted to make the building available for use by the community.

The Council held some discussion as to whether \$5,000 was enough given the cost to replace the signage. They agreed to increase it \$10,000.

Vice Mayor Kirk moved, seconded by Councilmember Miller, that Council approve a request from the Middleburg American Legion Post 295 for a \$10,000 donation to support their local community outreach programs and to replace their existing signage. Vice Mayor Kirk further moved, seconded by Councilmember Miller, that Council approve the transfer of funds from the Contingency Reserve to the community donations line item in the General Fund Budget to support this expenditure.

Councilmember Pearson, the Council’s representative for the Historic District Review Committee, reminded Mr. Moliere that it was important to obtain approval before installing signage or making any exterior changes to the building.

The Council held some discussion as to whether they should condition the donation on the HDRC’s approval of the signage. They agreed they would not; however, they advised Mr. Moliere that he could not have the signs made until they were approved.

Mayor Littleton noted that currently, the Health Center Funds were the Town’s only charitable avenue and opined that the committee that oversaw the recommendation for those donations only met once a year. He suggested the need for a better grant process. Vice Mayor Kirk noted that the committee could meet as needed.

Vote: Yes – Councilmembers Kirk, Bernard, Jacobs, Leonard-Morgan, Miller and Pearson
No – N/A
Abstain: N/A
Absent: Councilmember Daly
(Mayor Littleton only votes in the case of a tie)

Consent Agenda

- (a) Approval of Meeting Minutes – January 9, 2020 Regular Council Meeting
- (b) Resolution Authorizing Participation in a Town Consortium – Regional RFP for Refuse & Recycling Services
- (c) Acceptance of Donations/Approval of Donation – Art CAN help

Council agreed to remove item (c) from the agenda as representatives from the Middleburg Arts Council were in the audience for that item.

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

Vote: Yes – Councilmembers Kirk, Bernard, Jacobs, Leonard-Morgan, Miller and Pearson
No – N/A
Abstain: N/A
Absent: Councilmember Daly
(Mayor Littleton only votes in the case of a tie)

Mayor Littleton commended the Town Consortium Committee for their development of the regional RFP for solid waste collection services.

Town Clerk North expressed hope that the RFP would be issued within the next week.

Council Approval – Acceptance of Donations/Approval of Donation – Art CAN Help

Town Clerk North advised Council that the Middleburg Arts Council was proposing a new activity associated with Art in the Burg – Art CAN Help. She explained that teams would construct sculptures using cans of food, with the sculptures being displayed during the event. Ms. North further explained that people would vote for the best sculpture by making a cash donation in a can in front of their favorite one. She advised that the Arts Council was proposing to then donate the cash, as well as the cans from the sculptures, to the Seven Loaves Food Bank. Ms. North explained that because the Arts Council was a Town committee and Art in the Burg was a Town event, the Town Code section regarding donations applied; therefore, Council approval was needed for the acceptance of and offering of donations.

Councilmember Pearson moved, seconded by Councilmember Bernard, that Council approve the acceptance of cash and personal property donations as a part of the Art CAN Help activity associated with Art in the Burg. Councilmember Pearson further moved, seconded by Councilmember Bernard, that Council authorize the donation of any cash and personal property donations received as a result of this activity to Seven Loaves Food Bank.

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

No – N/A

Abstain: N/A

Absent: Councilmember Daly

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

Action Items (continued)

Utility Fund Financing & Line of Credit

Town Administrator Davis introduced Joe Mason and Kyle Laux of Davenport. He noted that the Middleburg Strategic Finance Committee discussed the Utility Fund, as well as a line of credit for the fund, and reported that this was the last piece of their recommendations. Mr. Davis reported that Chair Boling was unable to attend the meeting; however, he asked that he express his strong appreciation for the work of the Finance Committee and Davenport, as well as for the Council's willingness to look at the Town's finances.

Goals & Objectives: Mr. Mason reviewed the goals and objectives for the Utility Fund. He noted that they were to be financially responsible; to limit the annual user rate increases to 3%; and, to meet the utilities' capital needs. Mr. Mason stressed the need for the Utility Fund to be self-supporting. He noted the need to fund the capital needs responsibly and to make sure there were sufficient reserve funds available.

Updated Observations: Mr. Mason noted that the success of the Salamander Resort now meant that the Town was dependent upon them for revenues in both the General Fund and the Utility Fund. He reported that the resort consumed one-half of the Town's water and thus provided half of the Utility Fund revenues.

Existing Water & Sewer Utility Debt: Mr. Mason reminded Council of the goal to keep \$1 million in the Utility Fund's reserves and noted that it had temporarily dipped below that amount due to capital project spending. He recommended it be restored through the use of a line of credit, which would allow the Town to reimburse itself. Mr. Mason advised that interest rates were at historical lows and suggested the need to consider refinancing the Town's existing debt where appropriate.

Mayor Littleton noted that approximately half of the Utility Fund's existing debt was at a 5% interest rate.

Mr. Laux confirmed there may be an opportunity for interest rate savings. He suggested that Davenport return with a recommendation related to new debt and refinancing the existing debt.

Estimated Capital Funding Approach: Mr. Laux advised that based on the layout for future capital needs, Davenport was recommending the Town secure a \$2.5 million line of credit. He reported that this was factored into the rate model. Mr. Laux advised that this was based on the Town's capital needs for the next five years and noted that some flexibility was built into the strategy so the Town could amend the CIP as needed. He reminded Council of the need to balance the use of cash and debt and advised that Davenport was recommending the use of \$700,000 in cash and \$1.7 million in debt. Mr. Laux advised that this would provide for a 70%/30% split, which was a healthy mix. He reminded Council that items with a long life should be debt funded as it allowed the users who benefited from them to pay for them.

Council noted that after five years, the Town would have extinguished \$1 million in old debt and added \$1.7 million in new debt.

Existing & Proposed New Utility Debt: Mr. Laux noted that the CIP plan was evolving. He suggested the Town consider funding capital projects through interim financing that could be drawn upon as needed for no more than a three-year period, at which time, it would be converted to permanent twenty-year financing. Mr. Laux noted that the financing could be for a longer or shorter period if needed. He reported that a twenty-year note would keep the Town within the 3% annual rate increases and would allow it to conserve cash.

Town Administrator Davis advised Council that the rate model assumed no growth in customers or consumption. He noted that using interim financing would give the Town two or three years to determine what growth would occur and how the trends may change to affect revenues.

It was noted that the projections were based on a 3.25% interest rate for the interim financing and 4.25% for the permanent financing; however, Davenport believed the Town could do better. Messrs. Mason and Laux explained that they aired on the high side when projecting the interest rates. Mr. Mason suggested that if the interest rates started to increase, the Town could move from temporary to permanent financing sooner than proposed. Mr. Laux reiterated that their proposal tried to maintain as much flexibility as possible.

Council acknowledged that 50% of the Utility Fund's revenues came from the Salamander Resort and noted the need to keep in mind that the next downturn in the economy would have a negative impact on those revenues. Mr. Mason advised that this was why the proposal was for the Town to keep more of its cash on hand.

Flexible Debt Funding Approach: Mr. Laux advised Council that Davenport's goal was to return with a recommendation for the interim financing. He further advised that they expected it would be based on a fixed rate, with a three to five-year maturity. Mr. Laux reiterated that the Town would be able to draw upon it as needed.

In response to an inquiry from the Council, Mr. Mason advised that there would not be covenants associated with the financing. He explained that the Town would be giving a general obligation pledge, meaning that if it could not pay, the lender could take the Town to court and compel the Council to increase real estate taxes in order to make the payments. Mr. Mason noted that the Town would be required to provide its annual financial statements to the lender.

Updated Financial Planning Approach: Mr. Laux reported that Davenport was working with NextGen (formerly MSFG) on the rate model to assure the capital was funded, there was \$1 million in reserve funds and that a 1.15 debt service coverage would exist while maintaining the 3% annual rate increases.

Projected Financial Results: Mr. Laux reviewed the projected financial results, which confirmed the Town would have \$1.15 for every \$1 of debt. Mr. Mason noted that the projections were based upon the base scenario of \$1.8 million in debt; however, the Finance Committee asked them to look at other scenarios.

Next Steps: Mr. Laux advised that if the Council agreed, Davenport would seek competitive bids for the line of credit and would return in February or March with a recommendation. He reminded the members that a public hearing would be required and advised that they could close quickly once approval was given. Mr. Laux reported that the proposal was based upon Scenario #2.

Town Administrator Davis explained that the Finance Committee asked whether the staff had planned for all of the Town's capital needs. He noted that since developing the capital needs list, the staff learned that the Marshall Street water tower needed to be repainted and estimated the cost at \$300,000. Mr. Davis advised that Scenario #2 gave the Town some flexibility; however, he reminded Council that the extra money would only be borrowed if needed.

Mr. Laux explained that Scenario #2 allowed for an additional \$500,000 in borrowing; however, he stressed that the Town would not be obligated to borrow it unless it was needed.

Town Administrator Davis reminded Council that they approved a temporary transfer of funds from the General Fund to the Utility Fund for the West End Pump Station Project and advised that the line of credit would allow the General Fund to be repaid.

Councilmember Bernard moved, seconded by Councilmember Leonard-Morgan, that Council endorse Scenario 2, as shown in the attached presentation from Davenport dated January 23, 2020, and direct staff to work with Davenport on procuring interim financing as discussed in the presentation. Councilmember Bernard further moved, seconded by Councilmember Leonard-Morgan, that staff return to the Town Council to close on the interim financing, to include a mechanism for approval of drawing down on the temporary financing, and with updated financial policy guidelines for the Utility Fund.

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

No – N/A

Abstain: N/A

Absent: Councilmember Daly

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

Chris Spittler, from the Town Attorney’s Office, attended the property acquisition portion of the closed session.

Closed Session – Property Acquisition & Appointment to Go Green

Councilmember Leonard-Morgan moved, seconded by Vice Mayor Kirk, that Council go into closed session as authorized under Section 2.2-3711 of the Code of Virginia, for (1) the discussion or consideration of the acquisition of property for a Town Administration Building as allowed under Subsection (A)(3) and (2) for the discussion, consideration or interviews of prospective candidates for the appointment of specific public officers, appointees and employees of the public body as allowed under Subsection (A)(1), for the purpose of discussing an appointment to Go Green. Councilmember Leonard-Morgan further moved, seconded by Vice Mayor Kirk, that the Council thereafter reconvene in open session for action as appropriate.

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

No – N/A

Abstain: N/A

Absent: Councilmember Daly

(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 the members so did. He reminded those present for the closed session that any discussion that occurred within it should be treated as confidential.

Action Items (continued)

Ordinance to Amend Town Code Chapter 5 – Disposal of Surplus Property

Town Administrator Davis reported that the purpose of this amendment was to give the staff flexibility in disposing of surplus property, especially if the cost of a public auction would exceed the anticipated proceeds from the sale.

Councilmember Pearson moved, seconded by Councilmember Jacobs, that Council adopt an ordinance to amend Town Code Chapter 5 pertaining to the disposal of Town property.

Vote: Yes – Councilmembers Kirk, Bernard, Jacobs, Leonard-Morgan, Miller and Pearson
No – N/A
Abstain: N/A
Absent: Councilmember Daly
(Mayor Littleton only votes in the case of a tie)

Appointment to Go Green

Councilmember Leonard-Morgan moved, seconded by Vice Mayor Kirk, that Council appoint Ric Woodie to the Go Green Committee for a term expiring on May 12, 2023.

Vote: Yes – Councilmembers Kirk, Bernard, Jacobs, Leonard-Morgan, Miller and Pearson
No – N/A
Abstain: N/A
Absent: Councilmember Daly
(Mayor Littleton only votes in the case of a tie)

Discussion Items

Recommendations – Wellhead Protection Advisory Committee transition to Source Water Protection Team

Town Administrator Davis reminded Council that the Wellhead Protection Advisory Committee was primarily responsible for developing the Town’s Source Water Protection Plan, which identified key projects to help protect the Town’s source water/wells. He noted that many of the recommendations in the plan had been implemented; however, there continued to be some projects that needed to be done.

Town Administrator Davis advised Council that despite Councilmember Jacobs best efforts, it had been a challenge to find members for the committee. He suggested it be disbanded as a Council committee and reconstituted as a Town Administrator appointed committee that would meet at regular intervals as a part of the Utility Committee meetings. Mr. Davis noted that this would allow the wellhead protection projects to continue to move forward. He suggested they could bring in members from the current committee for the wellhead protection discussions.

Councilmember Jacobs, the former Chair of the Wellhead Protection Advisory Committee, noted that the staff checked with the Virginia Department of Health, who reassured them that the reorganization would not affect the Town’s ability to secure wellhead protection grants. He noted that the transition was his idea. Mr. Jacobs advised that there were three projects that were highlighted in the plan, the first of which was complete (identifying wells for closure). Mr. Jacobs advised that the second was to inventory the septic systems in town with the goal of connecting those properties to Town sewer. He noted that this was a complicated item and opined that it was not as important as the third project, which was to study the Town wells’ recharge areas. Mr. Jacobs suggested this was a high priority and noted that the Town could not identify the impacts, if any, of the Banberry Cross Reserve Project on the Town’s wells at this time. He asked that the Source Water Protection Team maintain this study as a high priority. Mr. Jacobs encouraged the Council to support the recommendation to disband the Wellhead Protection Committee and to reorganize it as the Source Water Protection Team.

The Council held some discussion of the recommendation. They asked that the staff engage with the remaining members of the Wellhead Protection Advisory Committee as they were knowledgeable. The Council discussed whether the recharge study should be a Council strategic initiative and agreed to discuss that during the upcoming retreat.

Councilmember Jacobs moved, seconded by Councilmember Bernard, that Council formally disband the Wellhead Protection Advisory Committee and rescind the Ordinance Establishing the Wellhead Protection Advisory Committee, which was amended on September 12, 2019. Councilmember Jacobs further moved, seconded by Councilmember Bernard, that the responsibilities of the Wellhead Protection Advisory Committee be given to a Source Water Protection Committee which shall be established by the Town Administrator and shall hold meetings as part of the staff-appointed Utility Committee, as necessary.

Council thanked Town Clerk North for her work with the Wellhead Protection Advisory Committee and noted that it would not have moved forward without her work at the beginning.

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

No – N/A

Abstain: N/A

Absent: Councilmember Daly

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

Information Items

Town Charter Amendment

Town Administrator Davis reported that the Town’s charter amendment was before the House sub-committee this evening. He further reported that the Senate sub-committee would consider it on February 3rd and noted that he intended to attend that session. Mr. Davis advised that the staff was also watching other legislation that was important to the Town and County.

FY '21 Budget

Town Administrator Davis expressed hope that the Council would discuss the budget during the retreat. He advised that he would present his proposed budget to the Council during the first week in February.

2021 Virginia Municipal League Conference

Mayor Littleton announced that the 2021 VML Conference would be held in Leesburg. He advised that the Host City Night would include a Taste/Talk of the Towns, featuring all of the towns in Loudoun County.

Report – Coalition of Loudoun Towns Meeting

Mayor Littleton reported that during the recent COLT meeting, the Mayors met with members of the Board of Supervisors, during which time they laid out four main priorities on which they would like to work with the County. He advised that the priorities included: (1) clustering; (2) the water JMLA issue; (3) communal housing; and (4) the Transfer of Development Rights Program.

Mayor Littleton noted that within the next month, the Board of Supervisors planned to tour the towns in Western Loudoun County. He asked the members of Council to attend and to welcome the Supervisors when they toured Middleburg.

There being no further business, Mayor Littleton declared the meeting adjourned at 8:38 p.m.

APPROVED:

Trowbridge M. Littleton, MAYOR

ATTEST:

Rhonda S. North, MMC, Town Clerk

January 23, 2020 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: We will call the January 23rd meeting to order first item is Pledge of Allegiance.

Everyone: [Pledge of Allegiance]

Bridge Littleton: Okay, next item is the Roll Call,

Chris Bernard: Chris Bernard.

Bud Jacobs: Bud Jacobs.

Darlene Kirk: Darlene Kirk.

Bridge Littleton: Bridge Littleton.

Peter Leonard-Morgan: Peter Leonard-Morgan.

Cindy Pearson: Cindy Pearson.

Ronda North: Ronda North Town Clerk.

Danny Davis: Danny Davis, town administrator.

Bridge Littleton: Next item we have is a public comment. So this is the time in which any member of the public, if they wish to come and address the council for up to three minutes, they have the opportunity to do so. Would anybody like to address the town council on any matter? Ok, we will close the public comment session and go into special recognition. First item on your special recognition is a resolution of appreciation for Eric Combs. So for those of you who may or may not be aware and when I read the resolution, you'll be aware, but Eric Combs served on our planning commission for many, many years as our chair for many, many years. And he's recently been appointed to be on the planning commission for Loudoun County and also got nominated and voted to serve as the chair of the Planning Commission for Loudoun County. So it's a very big deal. So let me read the resolution. It says resolution of appreciation Eric Combs, service on the Middleburg Planning Commission. Whereas the town council appointed Eric Combs to serve on the Middleburg Planning Commission on January 12th, 2012. And whereas on April 27th, 2015, Mr. Combs was elected chair of the Planning Commission by his peers. And whereas Mr. Combs achieved certification in 2017 as a graduate of the 89th Virginia's Certified Planning Commissioner program. And whereas during his tenure as chair, Mr. Combs provided leadership and invaluable insight to the commission in its preparation of a major update to the town's comprehensive plan. And whereas Mr. Combs continued his service on the Planning Commission, including his service as chair, until he resigned on December 16, 2019, due to his pending appointment to the Loudoun County Planning Commission. And whereas the Planning Commission serves as an extremely important. And whereas the planning commission serves an extremely important role for the town. And whereas Mr. Combs has demonstrated professional and personal dedication to the town of Middleburg. And whereas the Middleburg Town Council deems it appropriate to express its gratitude to Mr. Combs for his exceptional service over the past seven years. Now, therefore, be it resolved that the mayor and members of the town council Middleburg, Virginia, recognize and express our sincere appreciation for the exemplary services of Eric Combs on the Middleburg Planning Commission from January 12th, 2012 through December 16th, 2019. Eric. [applause] So before it's official, someone has to make a motion.

Darlene Kirk: I move that council adopt a resolution extending its appreciation to Eric Combs for service on the Middleburg Planning Commission from January 12th, 2012 through December 16th, 2019.

Peter Leonard-Morgan: Second.

Bridge Littleton: Any other comments? The only thing I'll add is we really do owe Eric a great amount of thanks for all he did not only our planning commission, but again, the fact of the service he's given to Middleburg and how he's going to represent our community and the broader community of Western Loudoun Now, as a member of Loudoun County's overall planning commission and its chair is extremely exciting. And I think it also just speaks to the integrity and personal dedication of Eric himself. So, Eric, thank you so much for everything you've done. And go get them straight. Yeah. Oh, yeah. Sorry. Yeah. We start to vote on it. All those in favor say aye.

Everyone: Aye.

Bridge Littleton: Opposed, abstentions. Okay. The motion carries. Eric, thank you so much. Here you go. And it wouldn't be Middleburg [off mic]. [applause] Okay. The next item is a resolution of appreciation for the bronze fox sculpture. So has everybody. I hope everybody has seen mounted on the front steps of the community center is a new beautiful bronze sculpture with a pedestal and a plaque. And it really came together from the amazing dedication of town citizens and town residents, really wanting to add some art and some beauty to our town. And I'm going to read the resolution and it highlights the Middleburg Arts Council and other folks who brought this whole thing together. But, you know, it really was something embraced by the entire community. So I know you're not that's not going to get everybody. But, you know, we think the whole broader community for making it happen from the donations to the input and just the support. So here we go. Resolution of appreciation, Bronze Fox sculpture. Whereas part of the Middleburg Arts Council's mission is to bring more art in sculptures to the streets in Middleburg. And whereas the Artist in Middleburg Gallery, under the direction of Sandy Danielson, supports artists in Middleburg. And whereas in 2008 Middleburg Arts Council and Artists in Middleburg teamed up to create a bronze fox sculpture to be displayed in Middleburg, and whereas the Middleburg Arts Council took on the role of raising funds to support this project with more than thirty thousand dollars being raised through donations from the Middleburg Garden Club. The Virginia Marble and Granite, Creme de la Creme. The Cadenas family. Jason and Melissa Craig. Vivian Warren. What's that? Erju sorry. Ackman. And finally, the town of Middleburg. And whereas Goksin Carrey, a local sculptor, teacher, artist and member of the Middleburg Arts Council, took on the challenge of creating the six foot long fox, putting her heart and soul into this wonderful masterpiece. And whereas the Artists in Middleburg Gallery hosted Ms. Carrey for weeks as she created her clay sculpture, displaying it until it was ready to be sent to the foundry to be bronzed. And whereas through the generous cooperation of the board directors and executive director Olivia Rogers, this beautiful bronze fox was placed in its new home in front of the Middleburg Community Center and dedicated to the community on December 7th to now, 2019. Now, therefore, be it resolved that the mayor and town council of the town of Middleburg extend its sincere appreciation to the members of the Middleburg Arts Council and Artists in Middleburg, Goksin Carrey, Sandy Danielson, the Middleburg Community Center, Olivia Rogers, the Middleburg Garden Club, Virginia Marble and Granite, Creme de la Creme, the Cadenas Family, Jason and Melissa Craig, Vivian Warren, Erju Ackmann and the contributions to the creation, for their contributions to the creation and dedication of this magnificent bronze fox sculpture that will be enjoyed by the residents and visitors for many years to come. So thank you all very much. [applause] So would somebody like to make a motion?

Darlene Kirk: I move that council adopt a resolution of appreciation to the Middleburg Arts Council, Artists in Middleburg Gallery, Middleburg Garden Club, Middleburg Community Center, Virginia Marble and Granite, Creme de la Creme, Goksin Carrey, Sandy Danielson, Olivia Rogers, the Cadenas Family, and Jason and Melissa Craig, Vivian Warren and Erju Ackman for their contributions to the creation and dedication of the Bronze Fox sculpture located in front of the Middleburg Community Center.

Cindy Pearson: Second.

Darlene Kirk: And it's beautiful.

Bridge Littleton: Yeah. Yeah. Any other comments? Yes.

Chris Bernard: So I've been fortunate to then do a couple of the Arts Council meetings and just want to say that you guys have done such an awesome job between Art in the Burg and all the events and everything. And this is just like a crowning achievement. So really proud of the work you guys did. Thank you. [applause]

Bridge Littleton: And my only question is, so what's next? [laughter] [multiple speakers] So real quickly, would the members from the Middleburg Arts Council and AiM. Oh, yeah. The voting part. All those in favor say aye.

Everyone: Aye.

Bridge Littleton: Opposed, abstentions. Motion carries. All right. So would a member or the folks from the Middleburg Arts Council and AiM please come up and let's. Yes. Get picture
Let's put it this way. You're not going to get this if you don't come up. And we're getting a re-vote and it's going to be a no.

[applause]

Bridge Littleton: So I'm going to move one thing around on the agenda real quickly, just because there's a lot of folks here from the American Legion so we can go ahead and do that more in a time efficient manner. So I'm moving to item 11 C, which is a request for donation from the American Legion post 295. You know, that's the hard thing about the meetings being on Thursday night is have four days a week already, it really sort of gets to you. So. Danny, if you want to go through the or Rhonda, whichever one of you will take the memo first. If anybody would like to come forward and speak on behalf of the Legion, if anybody has any questions or anything, please feel free to take a seat at the table.

Danny Davis: Sure. Mr. Mayor, and members of council, as you know, the American Legion has been a key part of the town of Middleburg for many, many years and in the past has been the recipient of donations from the town in the past, from the Health Center Advisory Board. As far as I understand, the town has not received a request for funding through that process in the last couple of years. However, in discussions with the American Legion, as we've been discussing the current sign and items on their property, they did express an interest in submitting a request to the town for funding. As stated in the memo, that would be partially for the services they do provide to veterans whether it is assistance in their daily needs of bills and other needs of that nature, and also to support the effort of replacing the current sign there with something that is being designed and worked through the HDRC process and also with a sign company. So the request before you is listed out here and we're happy to answer any questions from our part if necessary.

Bridge Littleton: And you know, before we jump into questions, just like I said, a member of the legion, you know, John. Absolutely.

John Moliere: Suzanne and I and the American Legion, we express our condolences for the loss of your [off mic] As you may or may not know, we are the one low cost facility in the greater northern Fauquier southern western Loudoun area to serve our constituents, our people, or whether it's a repast after a funeral or a wedding or a family reunion, whatever. So a couple of years ago, we decided to go into an operation improvement program for our facility. I submitted a grant request to Home Depot Foundation and they came through very nicely. And in fact, after clearing out of all the area around the region with weeds and all all the undergrowth and pointing up the masonry work and power washing the whole thing and spray painting the whole thing, we replaced all the windows, we replaced the front door impediment and so forth. And we still have other work that we want to do. And being good loyal military veterans we decided we wanted to let the world know about about the American Legion. And so we have this beautiful mural. We looked at the audience. We couldn't find anything about mural. So we put up this thing that was apparently objectionable to some blue hair ladies or something. I'm not sure. But in any case, we took it

under advisement and we just on the way here got a rendition of what John Ralph at Quail Run suggests we do. And I can pass that around. I only have one copy of it, but that's for another matter. But what we wanted to do was make out a real grant request for significant bucks. I mean, I'm not talking about a buck and a half we're talking about \$5000. One of my colleagues in the back, Tom Grant is the representative for Loudoun County to take care of all the veterans in and around Loudoun and includes everything in Middleburg, all the area here. And when I mean, we got a request today for a woman from a woman who lost her husband and he was 100 percent disabled. And, you know, they're behind in their rent or electric bill and so on, so forth. So we join forces with the other posts in and around Loudoun County to make sure that these people get taken care of. So that's what the first half of this will be. It will go to that, kitty. We put up five hundred bucks and we said, well, that's all we can afford right now. And we will allow that to be meated out at one hundred dollars a month. Well, that won't cover jack beans, you know that a hundred bucks does you know, it doesn't even cover groceries. So we're asking for this to augment that so we can have a little fund to get us going and we had a very successful 5K run. I think we picked up about \$3000 on Veteran's Day or that weekend. And we're going to do that twice a year in conjunction with our scouts. We sponsor a Boy Scout troop. So that's a long and short about what we have been doing in the community. We're trying to make the building look better. We want to make it available to whoever needs it. I mean, we have the community center, Buchanan Hall, but that's not reachable by a lot of people. So we're here to serve. And I'm here to answer any questions any of you may have.

Bridge Littleton: Thank you very much. I really appreciate it. I will say what's funny, I was what day was it? Saturday. How was I to go in an office and just work on Saturday was coming out. It was kind of late. Officer Jay was sitting in his vehicle playing with his laptop. And I stood by his driver window and I stood there for five minutes. He didn't ever even notice me. And so finally I tapped on the window. He almost drew his gun and shot me, but I looked up at the Legion Hall. I mean, all these colored lights were coming out of the windows. And he was saying it was a, I guess, a group that you guys have there frequently. And I guess was a Saturday night, you know, dance or something like that. And and he's like, oh, yeah, they're up there all the time. And they do a really, you know, they have a lot of fun. And I was like I didn't even realize, you know, it was pretty interesting. So anyway,

John Moliere: We only let you know when you were having a poker game. [laughter]

Bridge Littleton: I can't afford that. So anyway, no, I really appreciate you guys coming forward and all you do for the community. Does anybody have any questions or wants to go first. Bud.

Bud Jacobs: First of all, thanks for all the work you guys do in the community. Do you have a sense that twenty five hundred bucks is gonna be enough for Quail Run to redo your mural?

John Moliere: No it won't. I spoke with John on the way over here and he. Let me just walk this by you real quickly. Maybe you could pass that Danny. It makes it to everybody. Each of those logos are about 600 bucks a pop. I mean, then that's to lay us some 20 years. I mean, we want to put something cheap up there. And he gave me a variety of things starting over here with a bronze. And you can't see bronze on brick. It doesn't look good. And there's several options of color and relief and carving and so forth. But we want to come up with something that's representative of the services and we're trying to bring some attention to ourselves. People go by there. You know, they can't read the words know, but they can see the pictorial, the logos.

Bud Jacobs: I imagine the U.S. Army emblem would be first. [applause]

John Moliere: Well, I'm having an argument with one of my army counterparts here because the. [off mic] No, no, no, no. Tom tells me army goes first in peacetime, then Marine Corps, then the Navy, then the Air Force, then the Coast Guard. And then George Martell tells me, oh, no, no, no, no, no. The Coast Guard was first in 1775 and then it was the army and then it was the Navy, and then it was the Marines. And then in another century it was the Air Force. And so.

Bud Jacobs: So the Army will go first. That's good. [laughter]

John Moliere: You saw the picture.

Chris Bernard: [off mic]

John Moliere: What I didn't hear.

Bridge Littleton: [off mic]

John Moliere: Yeah, well, we also heard Rob Jones, one of our members. You guys, I think know Rob, he's running for Congress here next year [inaudible]. And he lost two legs in Afghanistan and ran 31 marathons in 31 days. And he said, well, you can't forget the missing in action logo. And I don't know what we'll do about that because it throws in a little bit out of balance. We want to keep it somewhat symmetrical and attractive. And I thought, well, why don't you just run a flag up under the American flag. So that was thought we had on that. I know we don't we never forget them.

Darlene Kirk: Is this five thousand dollars going to be enough for you guys?

John Moliere: No. But we'll come back.

Chris Bernard: So you said six hundred per emblem.

John Moliere: Yes.

Chris Bernard: Right. So there's six of them. Thirty six hundred and then tack on the twenty five hundred, which they ask for the support program and [inaudible] and it'll be eleven hundred more than what they ask for.

John Moliere: Yeah, yeah. I mean that didn't include insulation, that was [inaudible] in the box. But there will be no tax because we're tax free.

Bridge Littleton: [off mic]

John Moliere: Wow.

Bridge Littleton: [off mic]

John Moliere: Ms. Kirk's been making motions all evening.

Darlene Kirk: No voice.

Bridge Littleton: She's exhausted.

Darlene Kirk: No I'm not because this is a good one. I move that the council approve a request from the Middleburg American Legion post 295 for \$500, no \$10,000 is that what we just said? [off mic] I'm okay. Okay. \$10000 donation to support their local community outreach programs and to replace their existing signage. I further move that council approve the transfer funds from the contingency reserve to the community donations line item in the general fund budget to support this expenditure.

Philip Miller: Second.

Bridge Littleton: Any other comments, Darlene. Oh [expletive]. I'm sorry Cindy. Apologize.

Cindy Pearson: Yeah, I sit on the HDRC Committee and I just wanted to remind you all that before you do something to the outside of the building again, maybe give Will a call and then maybe we wouldn't have to go through, you know, the no's and the changes and things like that. [off mic] No, we have a few. This happens

occasionally, but we would like it not to happen because it costs people extra money. So we appreciate, though, everything you do. And I think this is gonna look much better.

John Moliere: We have the, I gave John, our application both for the sign and for the appropriateness or whatever the heck that thing is called. And so you'll be getting that from John I guess one of the applications comes forth. Thank you.

Chris Bernard: How do we make this contingent on approval by HDRC either sign before it gets made? That way we don't have to spend the money.

Bridge Littleton: I think I mean, I think the way it would happen and Will you're in the back, you'll they'll bring the application with all the design work and then we'll get it. And I don't think you would tell John to start making it until it's approved.

Philip Miller: And John's no spring chicken to this.. He knows he knows the regulations in and out. He knows how to.

Bridge Littleton: I got you. I got you. So and yeah, the only thing I would say is. Yeah, the only thing I would say too is and this is just a broader statement. So, you know, as we look back over the last couple years, you know, we've had this and you and I talked about this. We've had this process for the Health Center Advisory, which is kind of the has been the charitable avenue from the town, but that only is done once a year. And now we don't own the Health Center building anymore. It's the money. The proceeds are going into a separate fund that we're going to. So, you know, and I don't want to ever discourage people from coming to town and saying, hey, we have a really good cause and we'd like your help and all that kind of stuff. But I think with what you guys are bringing to us is exactly the reason why we have to figure out a better process. That's more on a rolling basis, that's more, you know, easier to figure out because it's like there's the Health Center Board in there. But it's gonna be a 501c3 now and it's going to have a different thing. And so I think, you know, it's highlighted to me that we want to get better to provide clarity to the community of exactly how you want to go about requesting funds to get things done and what the process is and what the goals are and all that kind of stuff. So because I think what's interesting about Danny's point was you that the Legion had filed for many years in the past and then it was, you know, if you don't or you missed the notification letter that, hey, you know, the. Yeah. Yeah. And then you forget to put it in and then you don't make it on the list. You know, so it just sort of it's really easy to fall through the cracks. But I think we're going to have that as we talk this weekend is to get that better.

John Moliere: So one of the problems we've encountered, of course, is we all miss Franklin. Franklin is up in Winchester. He's doing well. I mean, I just visited him, but he used to. You know, he's like the ombudsman. He's the man about town. And he'd take care of this stuff of course I live in [Inaudible]. So I got to hustle now. I'm retired. You know, I've never works hard.

Bridge Littleton: And for so much. Okay. So. No, John, I appreciate that. So yes ma'am.

Darlene Kirk: I'd just say the Health Center Advisory Board can meet at any time. I mean, it's local. Everybody's local, so.

Bridge Littleton: No, no, I get that. [multiple speakers] It's the process. They meet once a year, you know. Well. Well, yeah. I'll say the process. [off mic]. Yeah, exactly. Yeah. So but no, I think it's where we want to talk about this weekend at the strategic thing so. All right. All those in favor say aye.

Everyone: Aye.

Bridge Littleton: All those opposed. Abstentions and the motion carries. Yes, sir.

John Moliere: Question. We have another issue with the town.

Bridge Littleton: Well, I'm going to stop you there because.

John Moliere: It's not real bad.

Bridge Littleton: I know. I know. The reason.

John Moliere: I just want to know if you have decided on some property that was..

Bridge Littleton: So here's the thing. This item on here that's not on the agenda. And so this item is germane to this request. But if you call that gentleman there tomorrow, you know, he can you know.

John Moliere: we still have that land.

Bridge Littleton: And it's beautiful land.

Rhonda North: Mr. Mayor, before he leaves, we need, while we know who Mr. Molière is. We need him to for the record.

Bridge Littleton: You need to say your name and address for the record.

John Moliere: Sure. John Paul Moliere. M o l i e r e. Longtime Virginia French name. We came with Lafayette. I live in Hume at 5402 Leeds Manor Road.

Bridge Littleton: So we now we know where to send AJ. John, thank you very much. Thank you. Okay. I'm going back to the top of the agenda we have no staff reports. First item next item is consent agenda. Does anybody have anything they would like removed from the consent agenda? [off mic] Oh, thank you.

Philip Miller: Many members of the Middleburg Arts Council. Should we remove that out?

Bridge Littleton: Where is it? [inaudible] Okay. You want to take it out?

Philip Miller: Yes. Remove, please.

Bridge Littleton: All right. We'll remove. The art can help from the consent agenda. Anyone want anything else removed from the consent agenda? OK. Is there a motion?

Philip Miller: I move that we accept the consent agenda as amended.

Chris Bernard: Second.

Bridge Littleton: Any discussion? I just want to say Rhonda, you guys did an awesome job at getting this RFP together. Several of the mayor's last night actually commented that, you know, they're very excited to see how this comes out and that they better have prices as cheap as Middleburg. [laughter]

Rhonda North: Our sincere hope is that we're putting it on the street next week. I just the data from two towns, once I have that and plug it in, that's we're ready to roll.

Bridge Littleton: That's great. All those in favor say aye.

Everyone: Aye.

Bridge Littleton: Opposed, abstentions. Okay. Consent agenda approved. Next item is acceptance of donation/approval of donation from the Art Can Help. Who's got this memo, Miss North? Excuse me Mrs. North.

Rhonda North: So, Mr. Mayor, the Arts Council is proposing a new event as a part of the Art in the Burg. It's called Art Can Help. And what they're going to do is have teams put together sculptures from cans of food. They will be displayed at the Art in the Burg. And folks will vote on their favorite sculpture by placing cash donations in cans in front of each one. And then what the Arts Council would like to do is at the conclusion of the event to donate the cash from those cans as well as the cans from the art to Seven Loaves. Under our town code section in order to accept cash donations you all must approve. And because the Arts Council is a town committee and Art in the Burg is a town event that ordinance applies to them. And then you also need to approve any donation of funds and items. So that's why this item is on the agenda before you.

Bridge Littleton: Ok. Makes complete sense. Does anybody have any questions? Please move.

Cindy Pearson: I move that council approved the acceptance of cash and personal property donations as a part of the Art Can Help activity associated with Art in the Burg. I further move the council authorized the donation of any cash and personal property donations received as a result of this activity to Seven Loaves Foodbank.

Chris Bernard: Second.

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

Everyone: Aye.

Bridge Littleton: Opposed. Abstentions. Motion carries. Thank you all very much.

Cindy Pearson: Thank you. [off mic] I wait to see them.

Bridge Littleton: OK. Next item is the utility fund financing in line of credit discussion. Is there a banker in the house?

Danny Davis: There are no bankers.

Bridge Littleton: Trust me. They're all bankers.

Danny Davis: Mr. Mayor, if I can introduce the item briefly. And with us tonight, we have Joe Mason from Davenport. You know, Joe, and I'm not sure if y'all had a chance, meet Kyle Laux. Kyle and I worked together in a previous municipality, and he works very closely with Joe and also with David, who you've seen a few times. But we've had the opportunity to work through a number of different topics as you know at the Strategic Finance Committee and the last piece at this moment is the utility fund and this line of credit that we've talked about a few times with council. But this is kind of the wrap up, if you will, least of making a decision to move forward. Before I turn it over to them for their presentation, I will say that Mr. Boling, who's chair of the Strategic Finance Committee, cannot be here tonight. He's out of town for one of his grandson's events, but wanted to express again the committee's strong appreciation for the good work of the committee. Also of Davenport and these products, but also appreciates the council's input and involvement in making these financial decisions because they do really set us up positively in the long term as a town. So with that being said, I'm going to turn it over to Joe and Kyle and then we can answer any questions you might have. Hard copies I know sometimes you all like the hard copies for these presentations.

Bridge Littleton: Joe, thank you for coming. Kyle, nice to meet you.

Kyle Laux: Likewise Mr. Mayor.

Joe Mason: And it is over to you. Okay. We appreciate it. I'm going to just sort of briefly frame up this issue. It's been a while since we've discussed it and it's sort of fresh in everybody's minds. And then I'm going to turn it over to Kyle, as Mr. Davis said. Kyle's a new face to you, but he's not new to this process. He and David and I have been sort of a three headed monster, if you will. We're working on all of these utility and general fund projects with some of our engineers as well. So very much in the thick of it and to be able to walk you through a good portion of this presentation. So on page one. So the purpose of this discussion and this effort is to develop a multiyear strategic plan for the town's utility funds that has a few goals in mind. First of all, we want to be financially responsible. We also want to balance that financial responsibility with being reasonable in terms of understanding what the ratepayers of the town can bear in terms of annual rate increases. So it's a balancing act. But we think with this plan, we're able to fit everything that you need to do within the current capital plan and with roughly an annual 3 percent rate increase, which is in keeping with what you've been doing. So the financial responsibility part comes really when we think of we want the utility funds to be self-supporting. We don't want issues in the utility funds to bleed over into the general fund, which go back before Salamander. Go back before even the Great Recession. That's really what got the town in a little bit of a financial difficulty is the utility funds were hurting or requiring support from the general fund I should say so. We do want to go back there. We want to go forward on a positive basis. You identified some capital needs for utilities. We want to fund all of those in a responsible manner. And part of doing something in a responsible manner is making sure we have a sufficient level of cash reserves. When things break in the world of utilities tends to be expensive because you've got to dig up the road, up the sidewalk, what have you. Those are not cheap undertakings. So as important as reserves are in the general fund they are equally important in the utility fund. Turning to Page 2, just a few updated observations from our last conversation about this. The property and resort behind us has been a tremendous success. With that success, it's a little bit of a double edged sword because you're now fairly well dependent upon them for a variety of different revenues, both on the general fund side and the utility fund side. In fact, Salamander is in fact accounting for half of the consumption of water in the town and roughly half the revenue by extension. You've got about four million dollars in utility debt that's most in the towns, almost the entirety of the town's debt. Flash forward to the next page and see the structure of that debt. Your reserves as I mentioned, the importance of keeping our thought was to keep about a million dollars or more in the utility fund reserves. You're temporarily below that right now, and that's due to some project spending that's going on, particularly for the Westend pump station. So the planning finance Kyle is going to talk about is at least in part designed to restore those reserves back to the million dollars and higher level. So I'm going to turn it over to Mr. [Last Name]

Kyle Laux: Well, Mayor, members of council, nice to meet you. You obviously, you know, Joe and David would appreciate the opportunity to be here. So on page 3 of the presentation, you just see kind of a pictorial here of your existing utility data. I think the other thing I'd say here is it's not changed the last time we talked about it. And as we talk about going out, I'm thinking about some new debt. We also are very much aware in factoring in the existing payments on the existing debt. So it's all designed to be holistic, taking into account both what we have on the books today as well as what we're adding into the future. And so you see then on page number three as you flip to page number four, we shift from what do we have on the books already today and how is that paid to what do we think we're going to be doing into the future in terms of investment and capital in the utility system?

Joe Mason: [inaudible] If we go back to page three, one thing I wanted to mention, we have an immediate I say immediate, I don't mean to be an alarmist, but we have project spending going on for west end pump station. We need to restore the reserves and we need to get cash into the utility fund to continue to fund that project. What we have not undertaken yet is the next step on our To-Do list is to look at this existing debt portfolio, given the fact that interest rates are at or near all-time lows and look for opportunities to potentially lower this curve a little bit through refinancing. So we haven't forgotten.

Bridge Littleton: [off mic]

Kyle Laux: It's a good memory, Mr. Mayor. A decent portion of it is an existing loan with the Virginia Resources Authority. And so when they issue bonds, they show in the public credit markets. And so the rates are fixed and they're set when they're sold. There also are certain prepayment provisions that are tied to that. And so as we kind of move forward with this, we'll talk about both the, we call the new money side of things. But also looking at that loan

in particular, not really all the loans, but that one may be as time has gone on and rates were lower, may indeed provide some interest rate savings opportunities. [multiple speakers]

Joe Mason: It's on our radar back.

Bridge Littleton: [off mic]

Kyle Laux: Very good point. So to Joe's point and the mayor's point, what we will likely or may come back with is both we'll call it some suggestions and recommendations on the new money side of funding provider, but also a thought process on to the extent there are some refinancing possibilities truly for just interest rate savings, how we would take advantage of that. And so to that end, as you look at page number four, this really lays out what your future capital program looks like as we sort of know it today, so to speak. And so that totals about two and a half million dollars. You see that \$2,467,940. That is what is factored into the modeling and the planning right now. I think what we'll say about the capital program is a couple things. Number one, there are always a rolling basically five year look. And so we know there's been discussions about other projects, water tanks, et cetera. Not unusual that as you work through a given year of running the utility system, there's going to be things that come up. And so something that we like about the overall plan and strategy here is it gives you some flexibility as the months go by and the years go by to be able to amend the plan as needed, if indeed something comes in a little higher, something comes in little lower if you get a surprise. That's part of the mindset here to provide you that flexibility.

Bridge Littleton: [off mic]

Kyle Laux: Yes, sir. Yes, sir. It sounds like that may be something that may have happened recently. In theory. Right. Yes. I cannot confirm nor deny, but might have theoretically happen. So to that end, it's an evolving that is with any local government, the town or anybody else. And so what we have in the planning is, is roughly two and a half million. And what we've tried to think about is how we balance the amount that we cash fund, meaning pay for with our revenues flowing through the system versus how much we debt fund. And so what you see here for the moment is about about seven hundred thousand there that would continue to be this plan went forward exactly as it's laid out here, about seven hundred thousand that would be continue to be cash funded, meaning not borrowing for that. We're not borrowing for the entirety of the capital needs and about a million seven in that debt funded line item that would be debt funded over time, but not all at once. Taken off in pieces as it's needed over that roughly five year time period. And so, again, that gets to about a 70/30 split between the debt side. If you're looking at that pie chart at the bottom and the cash funded side is about 30 percent, which is a healthy mixture between the two for a new utility system projects that you're funding that you're talking about funding on the debt side, as Joe mentioned, the Westend Pump Station, waterlines. Things that have a long, useful life. Once you build them, once you stick them in the ground, they're going to be there a long time. And so one of the advantages of using some debt to pay for that is it allows users they're going to benefit from that asset to pay for it over time. And so that, again, sort of underscores the overall plan and strategy here.

Bridge Littleton: [off mic]

Kyle Laux: Eyeballing those numbers, Mr. Mayor, that looks about right. And so, yeah, so. So to your point, every single year, the way your existing debt is set up, every single year, you are making a scheduled or multiple scheduled principal payments. And so that's a great point to make, because when you think about and talk about whether it's government debt or personal debt, there's different kinds of it. And yours, your existing debt is all fixed rate and it's got fixed basically periodic payments. And so as we're talking about layering on new at the same time to your point, you're knocking off and paying off principal on the old debt. And so what's built in here is how those two curves, so to speak, kind of meld together. You're paying off the one side. We're adding a little bit on the other side and balancing all that within the 3 percent rate increase. And so if you take that over to page number five, what we've suggested and recommended in this plan, again, given the fact that your capital program is evolving, it's going to change a little bit between water tanks, other things. What we've suggested in the short run is to put in place interim financing, something whereby as you need the dollars to the capital program, you're able to draw on them and gives us some time to work through that capital program. Work through some of the major investments that

you're making, make interest only payments for basically what is planned to be about three years. And then once those projects are done, once we know exactly what the cost was, once the economy evolves a little bit, then we've got the flexibility to take that interim financing and what we call permanent financing or term it out is a term you'll hear sometimes. What we've built into the model assumes that we're going to term out that that interim financing for 20 years. But the reality is if you work over time you'll be able to have the flexibility to do that over a longer time, maybe over a shorter time, depending upon the financial situation and the economic situation of the time. So really what it's trying to do is give you enough flexibility to work through some pretty major capital investments, conserve your cash, work within that basically three percent rate increase scenario and preserve your ability to sort of term it out based on the facts and circumstances in a couple of years.

Danny Davis: If I can interject briefly, one of the assumptions that we have made in our current rate model and long term model is no growth in our user base and no growth in our consumption in our current base either. So essentially any future annual increases in revenues are based upon the 3 percent rate increase. So part of the value of this process and working with Davenport is that over the next two to three years it gives us an opportunity to see what is happening in our local economy as it relates potentially to the housing on Salamander's property, other potential infill development, commercial development or whatever may occur and see how those trends might change in revenue streams, which may affect how we do permanent financing at that time. And so I think the key that was expressed to us during the Finance Committee was, as Kyle mentioned, was building in that flexibility so that when we see what the economy looks like at that time, we can make perhaps more informed decisions to see what the world is looking like at that time.

Bud Jacobs: For the interim financing rate, you guys assume three and a quarter percent.

Kyle Laux: Yes, sir.

Bud Jacobs: Is it realistic to hope that we could do better than that?

Kyle Laux: Yeah, I think that it is realistic. You actually took the words right out of our mouth. The other assumption we've built in here, to your point councilman is three and a quarter on the interim financing and then four and a quarter and the permanent financing. And so our sort of hope slash expectation of guarantees until you get bids in. But certainly given how low rates are right now, what we would suggest as you go through a competitive process like the town and many of your peers have gone through before. So long story short, we would expect that would be lower when that came in.

Peter Leonard-Morgan: Your question is a bit similar to mine, but mine was more about what is the risk about interest rates increasing in the next three years? How do you approach that? And I think part of it is by assuming a 4 and a quarter.

Kyle Laux: Yes, sir. Yeah. So that that's part of it in that assuming a rate that is certainly higher than we are right now. And again, anybody who does look at and watches financial markets realizes that interest rates are continuing to be at very, very low levels. And you never know exactly when they're going to move or how they're gonna move. So. To your point, what we've tried to do is air on the higher side. When we assume that permanent term out air on the higher side relative to today's markets.

Joe Mason: Yes, and today's markets, the challenge can expect for a 20 year financing, depending on whether it went out on its own or the Virginia Resources Authority somewhere between, say, two and a half, three percent, [inaudible] four and a quarter. So they're trying to leave some cushion in there. The second part of the answer to the question now is sorry, I'll scoot up a little. Is that this interim credit lines, interim financing, we will do our level best to get you maximum flexibility to take it out at any time. So if we see interest rates starting to rise, we can pivot and go to long term financing maybe sooner than the three year maturity.

Kyle Speakers: And to Joe's point, what we will likely go out and do is ask banks for a couple different options. And so we may ask for a three or four and a five year final maturity and focus a lot on the prepayment flexibility. So

again, we keep using that term flexibility and that sort of underpins everything that we're trying to do. So when we come back, we'll likely have a maturity that is longer than three years so that we'd have the ability to if we needed to take to give ourselves longer than three years, we'd have that. But if we to take it out sooner than three years also have that ability.

Peter Leonard-Morgan: Thanks very much. I agree. I think four and a quarter is very conservative.

Kyle Speakers: That certainly is the hope. And again, you never know. And so we've tried to air on the conservative side there.

Bridge Littleton: One quick question I've got sort of really for just to be thoughtful of. So we made the assumption that there is no growth in the user base, which I think is fine. But I do think and I am concerned, you know, 50 percent of our users is Salamander, right? When the next downturn, I won't even say the R word because it's, you know, it's heresy when the next downturn comes, you know, regardless. We added 10 more houses to town. Right. If they go down by 25 percent, that's a huge. Right. That's 12 percent of our user base, assuming that it's directly proportional, you know, rooms rented to users. I'm sure probably pretty much is. So, you know, over the next five years, over the next seven years, you gotta assume a downturn even if it's a quick one. Right. So I'm not saying go back and redo any of this, but I just want us to have that in the back of our mind as well. You know that, you know, we're not going to lose the residents. They're all going to keep paying their water bill. But now the volatility of Five-Star Resort staying is injected into our utility model, which up until Salamander's started it, it never was. Anyway.

Joe Mason: Which is when the initial rate modeling was done by NextGen, formerly MFSG. They had a larger share of cash, went into the capital projects and we felt like, you know, for that very reason. Let's flip it. Debt is cheap right now. Let's put a little bit more of it on the debt side. And so now it's more 70/30 the other way because we want you to get your cash reserves back up as a hedge against that very eventuality.

Kyle Speakers: And so on page six, what are we talking about? Kind of alluded this already, but really what we're talking about as our first step here is to go out and competitively bid interim financing through what would be local, regional, national banking institutions, from our standpoint does make it make any difference which bank it is. We put every bank that we can certainly in competition. And the goal would be to again, bring those bids back to you at a council meeting once we've gone through that process with a recommendation. Again, I think other points here to make, we would expect this loan will likely be fixed rate. And so we'd have the ability to draw down funds as needed at a fixed interest rate, depending upon, you know, when exactly you are spending money on those on those particular projects. And think about probably as we talked about here, a three to five year final maturity will last for a couple different options and bring that back to you.

Bridge Littleton: [inaudible] You know, the private equity or whatever, it's very restrictive. But do you see in a process for a municipality like this a bank coming in, you know, with great rates, everything, but also having some covenants like, you know, if your X goes below whatever we can call or we can up the you know what I mean? You know. Yeah. They're restricting the types of covenants that sometimes come with money.

Joe Mason: Yeah. I. You're gonna be giving general obligation pledge of the town of Middleburg. That's the highest possible source of security that you can give a lender, which basically means if your [inaudible] or revenues are insufficient to pay this debt service, you could be taken to court and compelled to raise either those revenues or the real hook is you can be compelled to raise your property taxes in order to cover the difference. I mean, again, we're trying to avoid all that. But if this were a pure revenue bond, you would have covenants about the level of coverage and so forth. But the way this is going to be done should be pretty covenant like. You'll have to give them your financial statements by a date certain every year. That's effectively about all.

Kyle Laux: And that's and that's pretty commonplace and pretty typical, especially for a town that can issue a what we call geo general obligation pledge. So on page 7, I think you've seen some this before. I don't want to belabor it, so much. But really it's just an update of that multi-year planning that working with what was formerly of MFSG., that acronym never slides off my tongue right. But working with those folks. So they renamed themselves Next Gen.

So it's easier to say now we're working closely with them in sort of the overarching goal here to try and keep ourselves within that 3 percent rate increase plan, fully fund the capital program as we've talked about. Make sure we've got basically about a million dollars in reserves and utility fund. So part of what we're doing here is to pay ourself back for some of those capital expenditures that have happened already. And also within that planning, number six here is to maintain what we call 1.15 debt service coverage. So we plan within a revenue bond context, as Joe has mentioned, you would have that is like a legal covenant. We don't expect to have that. But we still plan is that we will just for good solid financial planning, making sure we've got a margin of error per say within the cash flow planning. Page number eight just gives you a bit of a visual and a couple of the key statistics from that modeling. A couple of the important ratios as we're looking at a utility system. On the left hand side is the fun balance that we've talked about a couple of different times with that target to be at least basically a million dollars, if not more. And you see that in the red line. And what this is doing is projecting forward the green bars are as we layer in the new debt, we layer in those 3 percent annual increases, inflationary factor on your operational expenditures, put all those different factors together. What you see is that that green bar left hand side stays above the red line. So to sort of simplify it, it stays above the red line by a decent margin for error. We're not trying to cut it too close. And you can see in dollars what that means down the table sort of in the middle, there is a year end fund balance that starts at about \$1.6 million and dips a little bit as we do some capital expenditures, but generally stays within that million 5, million 6 range. And so, again, with a minimum policy, there to be basically a million dollars in terms of the fund, but really trying to plan so we've got a margin for error above that. The second ratio here is debt service coverage really deals with annual cash flow, making sure we've got at least a dollar and 15 cents to cover every dollar of debt service. So again, trying to plan and make sure we've got that margin of error. And what you see there, again, if you're simply comparing the red line to the green bars, we want to make sure we're above the red line. And in 20 21, 22, we certainly are. 23 it dips down and that's because we've assumed that's when the permanent financing kicks in. We start paying for principal and interest. But to our prior points, if indeed rates, meaning the interest rate ends up better on the loan, if indeed we need to structure that take out a little bit differently to the degree to which we've got some margin for error above that red line could be even more.

Joe Mason: Just to be clear, this is that this is what we call the base case. We have a couple of different scenarios that the Finance Committee asked us to look at as well as staff. So this assumes that 1.8 million dollar line of credit and same amount of permanent financing.

Kyle Laux: And so on page 9, just real briefly in terms of next steps. And Danny, we can probably mentioned that the recommended scenario, if that makes sense. We're obviously here tonight on page number nine, the plan with be with your with your blessing, we'd go out and go through that competitive bidding process. Really, somehow it's almost February. And so largely during the month of February, we'll be doing that and bringing things back to you, likely in February to March. We'll get that all lined up in terms of what's needed with the public hearing and getting the bids back. Bond counsel, prepare those various papers that are required. So we'll really probably be back to you within February, maybe March for approval, a public hearing and move to close on that relatively quickly thereafter. And I think one final point here and happy to answer any questions that you have. I believe Danny recommended scenario two. I don't know if you want to cover that.

Danny Davis: Yeah, just real briefly, at the committee meetings, a number of times the committee members ask the question, are you sure that this you know, you have planned out your future capital needs? Right. Because, again, flexibility being kind of one of the key words here. And we were going through the process and making sure that we were looking at all the future capital infrastructure requirements. And I think the intent there was to make sure that we don't dig ourselves in a hole where we don't have flexibility, when we might need it for projects that either present themselves to us in a certain timeframe or that might have been unexpected. Since that timeframe the conversation has come up about the water tank on East Marshall here. We don't know what timing that's going to require in terms of dealing with recoating that water tower and the process that it goes into. But we know from other municipalities experiences minimum three hundred thousand dollars and in our situation with a lot of constraints that we can talk about another time, it's probably more than that. And so our recommendation is, is the scenario to which does not jeopardize any of the coverage ratios or put us into any potential constraints in that way and yet gives us flexibility when we're able to do more work with our water tank maintenance contractor and consultant to understand what that looks like and how, how and when that might occur. So the recommendation to the committee

was Scenario 2, borrowing that extra money only at the time as needed, but also and it was met with unanimous support from the committee in their review.

Kyle Laux: And so in summary, with that scenario two basically does is takes the base scenario we just talked through and as another half a million dollars of borrowing over that, that basically three year time period. So building in a little bit of cushion and contingency within the overall capital program. Again, whether it's the tank or it's something else, basically giving you an ability to borrow more while you're going through the process, but not the obligation to borrow more.

Joe Mason: We're happy to answer any additional questions.

Bridge Littleton: Anybody have any questions. Chris, any input from the committee?

Chris Bernard: [off mic]

Danny Davis: The other reminder is that based on the expenditures we've been making for the West End Pump Station Project Council did approve a temporary transfer from the general fund to the utility fund a couple of months ago just said that our utility fund stays in the positive. And I mean, they're on the same bank account. It's just an accounting really issue but getting this accomplished allows us to backfill that money and then move that back to the general funds. This was just a friendly handshake, but the idea being again, making up that balance where we expended so much in just cash for the two big projects. This is allowing us to essentially pay ourselves back. [off mic]

Joe Mason: So I don't think we need the formal action authorizing the issuance of the interim credit facility. We'll come after a public hearing, but we would like to I think at least get a nodding of heads or a sense of. [off mic] OK.

Chris Bernard: I move the town council endorse scenario 2 as showing of the attached presentation from Davenport dated January 23rd, 2020 and direct staff to work with Davenport on procuring interim financing as discussed in the presentation, a further move that staff return to the town council to close on the interim financing to include a mechanism for approval of drawing down the temporary financing and with updated financial policy guidelines for the utility fund.

Peter Leonard-Morgan: Second.

Bridge Littleton: Any further discussion, I just want to say Joe, Kyle and also David. You know he's not here. You guys. Thank you all so much for all your hard work and the committee. Yeah, the committee. [multiple speakers]

Joe Mason: Very thoughtful process..

Bridge Littleton: Yeah. Well that and this stuff, you know, you have to be thoughtful. You get it wrong. So again, thank you guys for your hard work and. Okay. All those in favor say aye.

Everyone: Aye.

Bridge Littleton: Opposed, abstentions. Okay. Motion carries. Thank you, guys. All right. It is now 7:07. And we're gonna move to the closed session item. I remember one thing tonight. [off mic] I know we were doing that at 7. So the attorney here from Martin's office would come in right at 7. We could have the closed session. Then she can head out. We can cover everything else. So don't you guys go anywhere just on the other side of that door. All right. Would somebody like to read this motion, Philip or Chris, you're on a roll.

Peter Leonard-Morgan: I move that council go to a closed session as authorized under Section 2.23711 of the Code of Virginia for 2, the discussion or consideration of the acquisition of property for a town administration building as allowed under subsection A3 and 2, for the discussion, consideration or interviews of prospective

candidates for the appointment of specific public offices, appointees and employees of the public body as allowed under subsection A1 for the purpose of discussing an appointment to Go Green. I further move that the council thereafter reconvene in open session for action as appropriate.

Bridge Littleton: Is there a second? [off mic] Any discussion? All those in favor say aye.

Everyone: Aye.

Bridge Littleton: Opposed, abstentions. Okay. Somebody flick the switch. Ok. Here we go. I asked the council certified as the best of each member's knowledge, one only public business matters, law exempted from open meeting requirements under the Virginia Freedom of Information Act and two only such public business matters as were identified in the motion by which the closed meeting was being were heard, discussed or considered in the closed meeting. I would like to remind those present for the closed session that a discussion that occurred within it should be viewed as confidential.

Chris Bernard: Yes.

Bud Jacobs: Yes.

Philip Miller: Yes.

Darlene Kirk: Yes.

Bridge Littleton: Yes.

Peter Leonard-Morgan: Yes.

Cindy Pearson: Yes.

Bridge Littleton: All right. Next item is the ordinance to amend town code Chapter 5. Danny in 30 seconds or Rhonda in 30 seconds or less.

Danny Davis: this gives us more flexibility in being able to dispose of public property, especially if the cost of trying to dispose of it is worth more than the value that the town would achieve out of it. And this is essentially in keeping with code and the town attorney approved it to form.

Bridge Littleton: Any questions? Cindy. Please.

Cindy Pearson: [off mic]

Bud Jacobs: Second.

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

Everyone: Aye.

Bridge Littleton: Opposed, abstentions. All right. And the next item was appointment to Go Green. [inaudible] I'm jumping around, keeping you on, keeping you all active. [off mic] Did we We have to actually do it out here. Just wing it.

Peter Leonard-Morgan: I move that council appoint Ric Woodie to the Go Green Committee for a term expiring on May the 12th, 2023

Darlene Kirk: Second.

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

Everyone: Aye.

Bridge Littleton: Any opposed, abstentions. Okay. He doesn't know what he's got himself into. Last one here is Wellhead Protection Advisory Committee. Mr. Davis.

Danny Davis: Mr. Mayor and council, as laid out in the staff report here, the Wellhead Protection Advisory Committee was founded to focus town efforts on protecting the town's source water, primarily creating a source water protection plan, which was recently updated just over a year ago. And through that, identify key projects that would help protect the town source water our wells. And many of those projects have been implemented through grants from the state and continued to be pursued and moved forward. There are a lot of continuing projects out of that source water protection plan that are important to pursue and continue on the forefront. The challenge is involvement on this Wellhead Protection Advisory Committee in terms of finding additional members of the community to participate and be a part of that. I know under Mr. Jacobs leadership, the committee worked for many, many months to try to reach out to potential parties, interested members, and were frankly unsuccessful in being able to find additional participation. The suggestion at this point would be that we take this committee and disband it as a form as a council appointed body and make it a reconstitute it as a town administrator, staff appointed group that would meet at regular intervals, along with the utility committee. That would allow us to keep the wellhead protection activities on the forefront, to allow us to consider those along with all capital projects or future projects, both operationally and capital, and also allow us to bring in whether it's members of the current Wellhead Protection Committee that want to stay engaged and could be there for these certain specific meetings, along with utility committee or anyone else that may want to get engaged at that time on a basis when that actual source Water Protection Committee meets. So that's the recommendation at this time. It would also allow us to consolidate those and essentially into one regular meeting, if you will. I'm not sure if I covered that fully, but.

Bud Jacobs: Well, a couple of other points. Danny did check or Rhonda I'm not sure who with VDH and gained assurances that this reorganization would not affect the committee's ability to be competitive for grants, which I think is is a key factor. And the only other point I would like to make is the consolidating wellhead with utilities committee was my idea. I think it makes the most sense given our utter inability to attract not only good talent but any talent to the committee. For the record, the mayor also made a run at least one poor person to convince her actually to return the committee, and that also did not pan out. So we're not really blessed with a lot of options here. Among the tasks that we highlighted, I think to council when you approved the last draft were three projects. One, having to do with an inventory of wells in town with a view toward identifying those that may not have been properly closed and to go ahead and close them. Danny and staff have completed a good chunk, a good piece of that, I think. A second task was to do a similar inventory with Tetra Tech if I'm not mistaken, of septic systems in town with the same goal, identify them and if possible, try to get the owners to see their way to hooking up to sewer mains and so on, so forth. That's going to be complicated and may not be as important as the last task. And that is something that I think [Inaudible] and Inboden suggested, and that was that we conduct a study of our wells recharge areas. And I would submit that as of today, that's probably priority one. One of the things we are not able to answer one of the questions were not able to answer to people, for example, who vigorously oppose the new development over in in Banbury Reserve is what impact that may have, if any, on the town's water supply. We actually today don't know the answer to that question because we haven't conducted our own study. And there is evidence if the data that we have heard from St. Louis is accurate, that they fear some impact on their individual wells as a result of development that may be moving forward over there. So however, we reconfigure the wellhead function under or as a part of the utility committee. I would ask that we maintain at least the recharge study as an important priority. I don't think it rises to the level of a strategic objective for our planning purposes, but it's almost there in my own mind. So with that, I would urge you all to go ahead and support this if you agree.

Bridge Littleton: Any other questions or thoughts. The only thing I would say is and this is really for Danny. You know, I totally understand, you know, the challenges of good, if any. [off mic] Yeah, exactly. Oh, no, totally.

Absolutely. But I would ask that as you reconstitute the committee, you know, do those who are on it now. Right. Do actively and structurally continue to have them engaged at these quarterly things. And, you know have ownership of driving certain things, I know those folks. Well, those folks have put a lot of heart and energy and they have the base knowledge of where all this is. So, you know, having a subcommittee under another committee is fine, but also empower that subcommittee to do what it is we're telling them we're going to continue to allow them to do so. That would be my only comment.

Peter Leonard-Morgan: So if I may comment also, Bud and Jilann have been to a utility meeting in the [inaudible] last year and were welcomed with open arms and actually saw at that was a time when I thought, there's you know, there is a real synergy here or for obvious reasons. So I think it can work very well and it'll be just a slightly larger committee. And I know that you know the committee members from WPAT you know, who will not be there every month because they won't have to be every four months or so, I think is what we're talking about.

Bridge Littleton: You like that. [inaudible] Any other comments or questions?

Bud Jacobs: You were thinking quarterly or bi-annually?

Danny Davis: I think probably quarterly is good. Just keep those items in the forefront and regular status updates and pushing us forward towards grants and other things. I think that that would fit well with utility committee.

Bridge Littleton: And I would say, you know, just off the top of my head. Real quickly, to Bud's point about the importance of getting this done next time you guys meet or whatever, you know, whatever the council meeting is after that. I mean, put that on the agenda and like okay, no kidding. Let's play. What are the dates? Right. We're going to start it by this. We've got a budget for whatever's going to cost and we're going to get it done. So I think to be helpful.

Peter Leonard-Morgan: I would actually think maybe it is something we have on our agenda. You know, on the strategic initiatives, the more you talk about it, the more clear it is it's important.

Bud Jacobs: Well, I would defer to you guys if that's the way you wanted to go. [multiple speakers]

Bridge Littleton: So is there anything we have to do?

Danny Davis: There is a motion yes.

Bridge Littleton: Go ahead.

Bud Jacobs: I move that the town council formally disband the Wellhead Protection Advisory Committee and rescind the ordinance establishing the Wellhead Protection Advisory Committee, which was amended on September 12, 2019. I further move that the responsibilities of the Wellhead Protection Advisory Committee be given to a source water protection committee, which shall be established by the town administrator and shall hold meetings as part of the staff appointed utility committee as necessary. [off mic]

Bridge Littleton: Any discussion?

Cindy Pearson: I think we need to also remember to thank Rhonda for all the work she did on this committee.

Bud Jacobs: Absolutely.

Danny Davis: Completely yep.

Cindy Pearson: It wouldn't have carried on without her work through that first part at least.

Bridge Littleton: Thank you, Rhonda.

Bud Jacobs: Thank you, Rhonda.

Bridge Littleton: All right. All those in favor say aye.

Everyone: Aye.

Bridge Littleton: Any opposed, abstentions. OK. Any other items?

Danny Davis: Just very, very briefly. The charter amendment legislation is in front of subcommittee of both the House and the Senate. The House subcommittee with this evening. So I reached out to them and said, sorry, we can't be there. We have a council meeting. But we did provide a one page briefing memo to the legislative aide of the chair of the committee, as well as to Delegate Gooditis. The Senate subcommittee has actually been bumped a week. It's now February 3rd. So I'll plan on being down there for that for the discussion of the subcommittee. So help that progress forward. We're also just keeping an eye on other legislation that's important to either Loudoun or to us. The one about the Election Day holiday, I think is making progress. Find it and we can update you on that later budget development. We'll talk about a little bit over the strategic retreat as well. But the idea that we would present the budget to you probably first week of February. But we'll talk about whether to do that at the council meeting or at a special meeting.

Bridge Littleton: One quick question, did I give her the update about the VML's annual conference for 2021? So the email did choose its Leesburg. So not this October. Next October. And we pitched well. Well all of COLT pitched in with Leesburg and with the you know how they had the host city night like the night that the host city. It's going to be it's going to be called taste of the towns or talk of the towns. And so all seven towns of Loudoun are going to be featured in Leesburg as a whole integrated kind of thing. I mean, we've got a year and a half to plan for it. But it's a great coup for Leesburg. And I just it's awesome that they're, you know, where it's this big open, you know. So we'll get to you know, shine a little bit as well. The last thing I'd say is, so last night, COLT met with all the well most of the board, the members of the board of supervisors in Leesburg, to sort of start generating a better collaboration together. It was very nice. It was sort of a social so everyone got to know each other since a bunch of new board members. But the other thing, too, was COLT laid out its four main priorities that we want the county to work with us on urgently. Number one on the list was clustering, right. So you know how we fix the clustering stuff in the Western. So we don't western areas. We don't destroy all the open farmland, arable land. Number two was that water JMLA issue that happened with Leesburg, but it could impact the other towns. Number three was communal housing. So it's becoming an issue near Hillsborough. But it could become an issue around here. It's basically there's a big I call a loophole. There's a loophole in county zoning that allows people to do accessory communal dwellings on a piece of property. And you can almost do an unlimited amount. And there's like no real definition as to how you can or can't do them. So some of these folks, like you couldn't build three houses on one hundred acres, but they could build 30 little communal cottages and rent them out. Yeah, exactly. Yeah. So it's like just, you know, fixing that. And in the last one was TDRs. Transfer Development Rights Program. So how can we move development rights from the west to the east using a bank. And so it was great. They were they were very, very amenable. And the last thing is the board is going to get together sometime in the next month and do a tour of Loudoun County. So a lot of the Eastern supervisors that have never really been out here. They're all gonna get together and take a day and drive all to all the different towns, drive all around Loudoun to get a better appreciation. So as we find out when they're going to be in Middleburg, as many of us who can be here to welcome them and show them the town, that'd be great.

Cindy Pearson: Is Visit Loudoun putting that together?

Bridge Littleton: No, no, it's not. It's really a you know, your county government learn the county. [off mic] And Jim Herbert got a resolution appreciation. Yeah. Okay. If there's nothing else. Meeting adjourned? Meeting adjourned.