



**MIDDLEBURG TOWN COUNCIL**  
**Regular Monthly Meeting Minutes**  
**Thursday, August 13, 2020**



**PENDING APPROVAL**

**PRESENT:** Mayor Trowbridge M. Littleton  
Vice Mayor Philip M. Miller  
Councilmember Chris W. Bernard  
Councilmember J. Kevin Daly  
Councilmember Morris “Bud” Jacobs  
Councilmember Darlene Kirk (arrived late and left early)  
Councilmember Peter Leonard-Morgan (arrived late)  
Councilmember Cindy C. Pearson

**STAFF:** Danny Davis, Town Manager  
Martin Crim, Town Attorney  
Rhonda S. North, MMC, Town Clerk  
William M. Moore, Deputy Town Manager  
Jamie Gaucher, Economic Development Director  
Estee LaClare, Planning & Project Associate  
Julie Rivard, Finance Director/Town Treasurer  
A.J. Panebianco, Chief of Police

The Town Council of the Town of Middleburg, Virginia held their regular monthly meeting, beginning at 6:00 p.m. on Thursday, August 13, 2020. Due to Governor Northam’s executive orders requiring that people social distance, the Council meeting was held remotely with most of the Council and staff participating from their respective homes.

Mayor Littleton explained for the viewing audience that it was the Council’s responsibility to conduct essential public business despite the COVID-19 pandemic; however, it recognized the need to do so safely, not only for its members but also for the Town staff and members of the public. He further explained that to that end, in accordance with the Council’s resolution declaring a local emergency and its ordinance implementing emergency procedures and effectuating temporary changes to address the continuity of governmental operations, the Council would hold its meetings via remote access until such time as the Governor rescinded his executive orders. Mr. Littleton advised the viewing audience that copies of the agendas were available on the Town’s website and that the meetings would be livestreamed and recorded for viewing on the website. He explained that anyone wishing to participate in the meetings during the public comment periods or the public hearings could do so by dialing (540) 339-6355. Mr. Littleton reviewed the process that would be utilized for the remote meetings.

Mayor Littleton led Council and those attending in the Pledge of Allegiance to the flag. The roll call was called at 6:03 p.m.

**Public Comments**

Bundles Murdock, of 609 Blue Ridge Avenue, noted the Planning Commission’s recent approval of the Banbury Cross Reserve preliminary subdivision plat. She questioned what would bind the applicant to his promises to restrict commercial activities on the property, to provide water resources to the Town if needed, and to work with the Town on the plans as the review process progressed. Ms. Murdock further questioned how the promises would be honored if the property were sold to another individual. She suggested the Council work with the County to amend the cluster zoning regulations. (Councilmember Kirk arrived at the meeting at 6:05 p.m.)

**Discussion**

Council opined that Ms. Murdock offered some good points. They noted that the Planning Commission worked hard and followed the statutes it was required to follow. The Council questioned how the promises that were made by the applicant would be enforced, particularly since the development was not located in the town. They noted the need to work with the County to legally codify the promises so the developer could be held accountable. The Council thanked the Planning Commission for their hard work.

Councilmember Jacobs, who serves as the Council’s representative on the Planning Commission, opined that the public gained a better understanding of the Planning Commission’s role due to the press release that was issued. He noted the need to record the use restrictions offered by the developer as a part of the deed; however, he suggested that if the property were sold prior to the recording of the deed, the restrictions would evaporate. Mr. Jacobs reminded Council that the developer offered the opportunity for the Town to comment on the plans as they progressed; to drill a well on the property should it ever need to do so; and, for the neighbors to drill a well if they could show the development affected their wells. He questioned how this could be memorialized to be legally binding. Mr. Jacobs noted that the Deputy Town Manager and Planning Commission would work with the County; however, he was not optimistic on the County’s willingness to engage in conversation at the operational level. He suggested this was now a political question and opined that the Board of Supervisors needed to grow the political will to take on the issue of cluster development. Mr. Jacobs noted the need to do so sooner rather than later, as changes would not affect any plans that were already underway.

**Public Presentation**

**Resolution of Appreciation** – Duchessa & Richard Allen Clothing

Mayor Littleton noted that Robin Cavanaugh and Rick Bechtold, of Duchessa and Richard Allen Clothing respectively, retired and closed their stores so they could move to Florida. He read a resolution expressing the Town’s appreciation for them aloud. Mr. Littleton noted that Ms. Cavanaugh and Mr. Bechtold were not present and advised that the resolution would be delivered to them.

*Councilmember Pearson moved, seconded by Councilmember Daly, that Council adopt a resolution commending Duchessa and Richard Allen Clothing for being outstanding members of our retail community, as well as commending Robin Cavanaugh and Richard Bechtold for their faithful support of the Middleburg community.*

Vote: Yes – Councilmembers Miller, Bernard, Daly, Jacobs, Kirk and Pearson

No – N/A

Abstain: N/A

Absent: Councilmember Leonard-Morgan

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

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**Action Items**

**Foxes on the Fence**

Economic Development Director Gaucher reported that the Middleburg Garden Club decided it was not best suited to manage Foxes on the Fence; therefore, they suggested the Middleburg Arts Council (MAC) take over its organization and management.

Mary Ann Burns, Chair of MAC, reminded Council that the 2021 event would be the third such one. She advised that it would begin on April 1<sup>st</sup> and conclude during Art in the Burg on May 17<sup>th</sup>. Ms. Burns opined that it would be a good event in the COVID environment, as it would bring attention to the town in a safe, manageable way in that people would be viewing the foxes over a six week period as opposed to all at once.

Deb Cadenas, of MAC, reminded Council that this was a fundraising event. She suggested the need to begin work this month to get people signed up for it. Ms. Cadenas expressed hope that the Town would cover the \$2,500 cost for cutting out the foxes (and hounds), as MAC did not feel they could ask the businesses for the normal \$100 fee given the current environment. She suggested that any businesses that participated in the first two events be given a free fox, with the businesses then selecting their own artists to decorate them. Ms. Cadenas reported that Cape Cod, Massachusetts recently held a similar event and raised \$50,000. She reminded Council that this event only occurred every other year.

Darcy Justin, former President of the Middleburg Garden Club, advised Council that to help off-set the costs, MAC was proposing to add more foxes and hounds so there would be a total of fifty. She further advised that they were also proposing to hold a scavenger hunt that would encourage people to go into the stores, for which prizes would be awarded. Ms. Justin reported that two or three businesses had expressed an interest in participating. She suggested the event be promoted on Facebook and the Town's website, with visitors being directed to the bidders' site.

The Council agreed this would be a great social distancing event. They questioned how this would work with the newly adopted grants policy. They also questioned whether this would be brought to the attention of the Cultural & Community Events Committee (CCEC).

Economic Development Director Gaucher confirmed it would not go to CCEC as it would be a MAC event. Town Manager Davis noted that MAC had a line item in the budget; however, it was not enough to cover the entire outlay for this event. He advised that the question before the Council was "should this be a Town event that was similar to other Town events". Mr. Davis expressed hope that there would be a return on the investment that could be used for future event costs.

The Council agreed this was a wonderful event. They questioned why this would not fall under the grant process. The Council also questioned whether MAC had enough help to organize and manage the event. They questioned whether the Town staff would be expected to help. The Council questioned whether a non-profit should be created to help with it, as there was not enough staff time available to do all events. The Council suggested the need for more information.

Town Clerk North reminded Council that the grant policy was developed for outside events. She explained that if the Council approved MAC's recommendation, this would become a Town event. In response to an inquiry from the Council, Ms. North confirmed it would require a budget amendment to show both the revenues and the expenditures. She explained that the other reason this was coming to the Council was because it would involve the acceptance of donations and, under the Council's acceptance of donations policy, their approval was required.

The Council suggested this item be tabled until the September meeting so additional information could be presented. They noted the need to identify: (1) the budget, including what would be done with the revenues; (2) who would organize and manage the event; and, (3) what staff resources would be needed.

Councilmember Bernard suggested he meet with MAC and the Economic Development Director to work out some of the details.

(Councilmember Leonard-Morgan arrived at the meeting at 6:43 p.m.)

### **Staff Reports**

Town Manager Davis noted that Mitchell & Company would begin the audit next week. He reported that the Town Treasurer provided end-of-the-year figures for FY '20, which showed the funds ended with a slight surplus. Mr. Davis noted that it was too early to have any numbers for FY '21.

In response to an inquiry from the Council, Deputy Town Manager Moore confirmed that Bates Trucking had not yet collected the old trash cans and advised that he was still awaiting a response from them on when they would do so. Town Manager Davis noted that there were approximately one hundred sixty containers.

(Councilmember Kirk left the meeting at 6:46 p.m.)

### COVID-19 Updates

Town Manager Davis reminded Council that Virginia continued to be in Phase 3 and noted that it was the first state to release an app to notify people if they came in close contact with someone who tested positive for the virus. He reported that the Town continued to find ways for businesses to safely operate. Mr. Davis further reported that the Town was trying to help businesses answer questions and reached out to them when it received complaints. He noted that the staff's efforts were related to awareness and information.

Town Manager Davis reported that the staff conducted follow-up on the requirements of the Virginia Department of Labor & Industry regarding the Town's operations. He advised that Plexiglass protective barriers have been ordered for the customer facing spaces. Mr. Davis reminded Council that the Town would receive \$74,000 as the result of the second round of CARES Act funding and suggested its expenditure be a topic of discussion. He noted that the revenue would not be received until September.

Town Manager Davis reported that he had heard anecdotally from some businesses, whose business was strong in July; however, there were others who were hurting badly. He advised that the challenge was to provide assistance across the board.

### Route 50 VDOT Crosswalk Project

Mayor Littleton expressed appreciation to the businesses and residents during the recent repairs. He opined that the closures went well, and that people understood the need to do them. Mr. Littleton reported that there would be a walk-through with VDOT in the morning to inspect the work and advised that the Council would receive an update in September.

### Consent Agenda

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

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

No – N/A

Abstain: N/A

Absent: Councilmember Kirk

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

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### Action Items (continued)

#### Branding & Marketing Implementation Contract – The Miles Partnership

Town Manager Davis reminded Council that one of their strategic initiatives was to implement the new Town brand. He advised that the staff spoke with representatives from Visit Loudoun on how best to approach this and they suggested the Town use their contractor, The Miles Partnership. Mr. Davis reported that they were procured by Visit Loudoun through an RFP process.

Town Manager Davis acknowledged that the Town was in the midst of the COVID pandemic; however, he suggested there was an opportunity to begin the initial phases of marketing. He noted that there were some print opportunities, such as the 2021 travel guides, that were good for a year. Mr. Davis reminded Council of the \$60,000 grant the Town received to do marketing targeted toward overnight stays. He noted that while there was not a rush to spend it, that money was available for this use. Mr. Davis advised that as to the digital marketing, the plans were more flexible. He questioned whether the Council was ready to begin initial marketing and noted that some of the year-long print opportunities contained deadlines that would expire in the next few weeks.

Vice Mayor Miller, who serves as the Council's lead for this initiative, advised that there would be a management fee involved in the contract to initiate the marketing. He reiterated that the print opportunity deadlines were in September for the 2021 guides. Mr. Miller advised that there would be no obligation to do anything else. He suggested the Town should at least place the print ads.

In response to an inquiry from the Council, Town Manager Davis advised that the contract was not put out to bid as The Miles Partnership already had a relationship with Visit Loudoun. He opined that the Town should contract with them due to their knowledge of Middleburg as a destination, their expertise, and because the management fee was relatively small due to their partnership with Visit Loudoun.

After some discussion, the Council agreed with the recommendation to contract with The Miles Partnership.

In response to an inquiry from the Council, Town Manager Davis reported that the Town would incur the \$1,400 monthly management fee for the term of the contract. He opined that it would be a one-year contract.

Mayor Littleton noted that the Town would be committed to spending \$17,000 even if the pandemic worsened, the Town saw no visitors and did no marketing. He questioned whether other localities were doing marketing during the pandemic to attract people to their towns.

Town Manager Davis opined that localities were beginning to advertise, including Loudoun County. He noted that the marketing would target those willing to take a quick weekend car trip to safe places to visit and advised that visitor sentiment was that Middleburg was a safe place.

Vice Mayor Miller noted the need to build awareness for when people were ready to travel. In response to an inquiry as to how the Town would manage safety in its message, he suggested the print advertising contain a general message, with the social media containing more specific messaging. He noted that the social media messaging could be easily changed as needed to reflect the changing environment.

*Vice Mayor Miller moved, seconded by Councilmember Bernard, that Council authorize the Town Manager to enter into a sole source contract with The Miles Partnership for marketing and advertising and to authorize use of Town marketing funds and County TOT grant funds for this effort.*

The Council held some discussion as to whether a spending limit should be set. It was noted that the print advertising and contract costs would exceed \$60,000. It was further noted that while the marketing budget, including the grant, totaled \$125,000, those dollars would be spent on other things as well. The Council agreed they would be comfortable authorizing up to \$90,000 for the contract and print marketing.

*Councilmember Pearson offered a friendly amendment to the motion that the Town Manager could spend up to \$90,000 and that he would then have to return to the Council if he needed more. Vice Mayor Miller accepted the friendly amendment.*

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

No – N/A

Abstain: N/A

Absent: Councilmember Kirk

(Mayor Littleton only votes in the case of a tie) (by roll call vote) (on motion as amended)

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### **Discussion Items**

#### **Amendments to Council’s Rules of Procedure (continued)**

Town Clerk North reminded Council that the amendments included (1) changing the title from Town Administrator to Town Manager; (2) updating the electronic meeting provisions to include the new State Code regulations related to COVID; and (3) amendments to the process for public requests for resolutions and proclamations. She advised that as proposed, resolutions could only be requested to recognize an individual or group for something they did for the Middleburg community or to recognize an individual’s life. Ms. North reviewed the proposed process for requesting a resolution issued by the Council. She advised that requests for proclamations would go through the Mayor and reviewed the proposed process. Ms. North noted that the application form would be posted on the Town’s website so the public could submit their requests online.

Council agreed the revisions were clear and well done. Mayor Littleton suggested a box be added to the application form to ask the applicant why they were requesting the resolution or proclamation.

*Councilmember Daly moved, seconded by Councilmember Leonard-Morgan, that Council adopt a resolution approving amendments to the Council’s Rules of Procedure as proposed by the Town staff.*

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

No – N/A

Abstain: N/A

Absent: Councilmember Kirk

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

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#### **Draft Amendment to Purchasing Ordinance**

Town Clerk North reminded Council that updating the Town’s purchasing ordinance had been a goal from some time. She advised that the staff was proposing the existing ordinance be rescinded in its entirety and replaced with a new ordinance. Ms. North reviewed the proposed articles within it, which included general provisions that would apply to the purchase of goods and services; methods of procurement that would identify each method allowed; a section that included the State Code procurement regulations that applied to Middleburg; an ethics in public contracting section; and, a debarment of contractor section for those contractors whose service was unsatisfactory. She noted that the language followed the State Code, with the only area of flexibility being the limit for when the Town must use competitive bidding or competitive negotiations to secure goods or services. Ms. North explained that while the State Code allowed for a limit of up to \$100,000 for the purchase of goods and non-professional services and \$80,000 for the purchase of professional services before competitive bidding/negotiation was required, the staff was recommending the Town’s limit be set at \$25,000. She advised that, as proposed, any purchases between \$15,000 and \$25,000 would require two quotes, with anything under \$15,000 being simply purchased without the need to seek bids in any fashion.

In response to an inquiry from the Council as to why \$25,000 was recommended as the limit, Town Clerk North noted that the staff always wanted to make sure it secured the best price when spending the taxpayer's money. She advised that it also recognized the Town did not have a purchasing department and suggested the staff should not spend an inordinate amount of time on small purchases. Ms. North noted that some things, like vehicles, could be purchased off the State Contract; therefore, the staff would not go through a separate procurement process.

The Council agreed with the recommendations as proposed.

*Vice Mayor Miller moved, seconded by Councilmember Bernard, that Council adopt an Ordinance to Repeal Town Code Chapter 20 and to Adopt Town Code Chapter 20.1 Pertaining to Purchasing in its Stead.*

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

No – N/A

Abstain: N/A

Absent: Councilmember Kirk

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

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**Draft Amendment to Business & Professional Occupational License (BPOL) Ordinance**

Town Clerk North reminded Council that the staff periodically reviewed the Town Code and recommended changes when appropriate. She advised that amendments were proposed to address changes that have occurred in the State Code, including adding language related to mobile food units and establishing a tax for contractors receiving federal appropriations for research and development services at a rate of four cents, which was the maximum allowed under the State Code. Ms. North noted that the staff was also recommending that new businesses only be charged the minimum fee, which was currently \$30, for their first year in business, after which they would pay based on their actual gross receipts from the previous year. She explained that the staff was proposing this because new businesses often had difficulty estimating their gross receipts. Ms. North noted that it would also serve as a new business recruitment tool.

Town Manager Davis noted that the Town Treasurer was an expert on business licenses and assisted in developing the proposed amendments.

Town Treasurer Rivard noted that the amendments also clarified the appeal process. She advised that the State Code was not clear; therefore, the staff organized the Town Code in a way that made it easy for a business to understand.

After some discussion, the Council agreed they were fine with the changes as proposed and directed the staff to advertise the ordinance for public hearing.

**Closed Session** – Property Acquisition, Disposition of Public Property & Personnel

*Vice Mayor Miller moved, seconded by Councilmember Bernard, that Council go into closed session as authorized under Section 2.2-3711 of the Code of Virginia, for (1) the disposition of publicly held property, related to the Asbury Church; (2) the discussion or consideration of the acquisition of property for the Town Hall Building, both items as allowed under Subsection (A)(3); and (3) for the discussion or consideration of the performance or salary of the Town Manager and (4) for the consideration of performance bonuses for staff, as allowed under Subsection (A)(1). Vice Mayor Miller further moved, seconded by Councilmember Bernard, that the Council thereafter reconvene in open session for action as appropriate.*

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

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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.

**Council Approval** – Letter of Intent – Acquisition of Property for Town Hall Project

*Councilmember Jacobs moved, seconded by Councilmember Daly, that Council approve the Letter of Intent with Salamander Middleburg MUV, LLC to acquire land for the new Town Hall as presented and direct staff to conduct all necessary steps to continue the land acquisition process and to bring a purchase agreement for land to the Council for approval.*

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

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There being no further business, Mayor Littleton declared the meeting adjourned at 8:46 p.m.

APPROVED:

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Trowbridge M. Littleton, MAYOR

ATTEST:

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Rhonda S. North, MMC, Town Clerk

## August 13, 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](http://www.middleburgva.gov))

**Bridge Littleton:** All right, we will begin the call the August meeting to order. First item is Pledge of Allegiance. So for those on the phone, you can mute and say along or mouth along and we'll do it here.

**All:** [Pledge of allegiance].

**Bridge Littleton:** Ok, let me read the notification for remote meeting. It is the Middleburg Town Council's responsibility to conduct essential public business despite the covid-19 pandemic. However, it recognizes the need to do so safely for not only its membership but also for the town staff and members of the public. To that end, in accordance with the resolution confirming the declaration of a local emergency and an ordinance to implement emergency procedures and effectuate temporary changes to address continuity of government operations during covid-19, the town council will hold its meetings via remote access until such time as the governor rescinds his emergency order mandating social distancing. Copies of the previously referenced documents are available on the town's website for those who wish to view them. Ok, a couple other items. Every vote will be a roll call vote. We will speak on each matter in turn. And with that, we will now go to the roll call and I will call your name out first and then announce yourself. So, Chris.

**Chris Bernard:** Chris Bernard.

**Bridge Littleton:** Philip.

**Philip Miller:** Philip Miller.

**Bridge Littleton:** Kevin

**Kevin Daly:** John Kevin Daly.

**Bridge Littleton:** Bud.

**Bud Jacobs:** Bud Jacobs.

**Bridge Littleton:** Cindy.

**Cindy Pearson:** Cindy Pearson.

**Bridge Littleton:** And Darlene.

**Danny Davis:** She's just pulling in. I guess she's coming in over here.

**Bridge Littleton:** Ok. So we will get Darlene to announce herself. Martin.

**Martin Crim:** Martin Crim, town attorney.

**Bridge Littleton:** Danny.

**Danny Davis:** Danny Davis, town manager.

**Bridge Littleton:** And Darlene, if you just roll call your name.

**Darlene Kirk:** Darlene Kirk.

**Bridge Littleton:** And Rhonda.

**Rhonda North:** Rhonda North, town clerk.

**Bridge Littleton:** OK, we got there. All right. Next item is the public comment session. Would any member of the public wish to address the town council? If so, please state your name, your address and you have three minutes. Rhonda, do we have anybody on the phone?

**Rhonda North:** We have Bundles Murdoch on the line.

**Bridge Littleton:** Ms. Bundles Murdoch, it's over to you.

**Bundles Murdoch:** Thank you. Good evening. This is Bundles Murdoch and I live at 609 Blue Ridge Avenue. Mr. Mayor and members of the town council. I miss being with you on council. Well, sort of. This evening, I need to briefly express my dismay on the Planning Commission's approval on Banbury Cross. Having been on the Planning Commission over many moons ago, I think I understand they had little option but to approve the application. But I would like to know, as many others do, what binds the developer's promises to the Planning Commission and our town to restrict commercial activities in the development through deed restrictions, to provide water resources to the town if needed, to work with the town as a partner on additional plans for the project as the review process goes forward. It is the same applicant and threatened to sue the town if approval was not granted. I'm not sure this is a great way to start a partnership. I don't think you, the town council can do anything immediately other than work closely with the Planning Commission and make sure the developer's promises are being met. And what if the developer sells the property to another developer and this is being rumored about town. How can we be sure any of those promises will be honored? But what you can do is consider working with the county to amend the cluster zoning option. If the Banbury Cross goes through, this would be the beginning of the end of Middleburg. After mucking up the east side of Middleburg, we open an example to all developers to the north, south and west. Many councils have worked for years and years to protect Middleburg, and I hate to see all that passion and hard work fought for nothing. Thank you and have a good evening.

**Bridge Littleton:** Thank you, Bundles. Rhonda is there anybody else on the phone?

**Danny Davis:** I believe they're all part of the Foxes on the Fence.

**Bridge Littleton:** I meant for the public comment.

**Danny Davis:** Not that we're aware.

**Bridge Littleton:** Ok, so we will close the public comment session. I don't think we have any public hearing related matters. I think we do have a special recognition here shortly. And I think, you know, Bundles brought up a really good point. So I think we will take since she just brought it up a minute or so to speak on that. And we'll go around the room if anybody has any questions or thoughts. At first, I'll just say Bundles has a very, very good point. You know, the Planning Commission worked very, very hard. They deliberated very, very hard. And I know they sweat and labored over, you know, the entire application process. I would have hated to have been in their shoes. You know, their hearts were in one place, but the law directed something else. And at the end of the day, we're a nation of laws. And, you know, we have an obligation to follow the statutes even if we don't like them. I don't like paying taxes, but I do it. And but one of the comments that Bundles made is a lot of very nice promises were made by the developer. And those are great. But how are those enforceable? So I would say, as I don't know what we can do as a town since this, I don't know what we can legally do as a town since this development is not in the town. But I do think it's a good idea that we work very aggressively with the county to try to see if those promises can be legally codified or legally encapsulated in the deed. Ultimately, it's going to be up to the developer to do it. But they made a public commitment and I think we should hold them and try to bring the attention of the focus to publicly hold them accountable for the promises that they made even to a subsequent buyer. So I think Bundles brings up a great point. And, you know, as best we can, we should pressure the county to do what they can. And at the end of the day, too, it's it's you know, it's community pressure as well. So with that, we'll go around the room if anybody has any thoughts or comments. Phillip.

**Philip Miller:** I second everything you said. I mean, it's unfortunate that the law doesn't give us some leeway or another avenue to make some changes to this development or to negotiate or do any kind of work that we would like to do to protect Middleburg further. But all we can do is work with the county. So that's what we got to do.

**Bridge Littleton:** Chris.

**Chris Bernard:** Nothing much other than to just thank the planning commission for all the hard work, that was a lot of stuff in the public hearing and a lot of hours went into it before that. So thank you, guys. It was a tough call.

**Bridge Littleton:** Darlene. Any input? I was saying Darlene.

**Darlene Kirk:** I just agree with what Chris said, what Philip said, our planning commission did what they had to do. They work hard, they do a great job. They do their best to protect the town, but they can't do anything that goes against the law. And I'm sorry they had to go through that and I'm glad I wasn't on the commission.

**Bridge Littleton:** Kevin, any thoughts?

**Kevin Daly:** Is there or is the Planning Commission working closely with the county to ensure that promises made are promises kept?

**Bridge Littleton:** You know, it's only been a couple of days, so I don't know if that is the case yet, but I'm sure we can ask Will and the commission to, you know, follow up the county, the county planning staff, the county planning commission, and ask them, you know, let them know these promises that were made and that our preference would be to see if they could do whatever is possible to help make sure those promises are fulfilled. I think we can ask that.

**Kevin Daly:** I think we should ask that. The cynic in me feels that when the developer puts the money in his pocket or they sell the project to another developer, those promises are going to vanish into the air.

**Bridge Littleton:** Bud, any input? As a member of the Planning Commission?

**Bud Jacobs:** I have a few comments. I appreciate everything Bundles said. And I have to say I agree with everything she said. You all know and understand the position the Planning Commission found itself in. And I think in large part, the public is also gaining that understanding, in large part due to the press release and explanations that have been prepared and put forward by town staff. There are still some misunderstandings out there about what the Planning Commission does and how it operates. My personal favorite was the comment I saw on social media to the effect that the planning commission should do what the citizens pay them to do. [Laughter]. And that's exactly right, as the and I'd like Will if he's on to weigh in here. But as I understand it, the developer has committed to recording restrictions, some thirty odd restrictions of possible uses of the rural economy lot. As part of the deed, they would be restrictive covenants that run with the land and with the deed. But of course, should the developer sell the project before the deed is actually recorded, I'm pretty sure that those covenants could evaporate. The two other things that Bundles mentioned that will need to be memorialized, of course, are the developers commitment to give us at least a hearing on any issues we may identify as the plan, as his planning moves forward in the CPAP process. That's a pretty soft commitment. But at least he he made the offer. And, of course, as you know, he also offered us the opportunity to drill a well on the property for town use should that ever become necessary at some point in the future. By the way, he also offered surrounding landowners if they could show that his development was affecting the availability and accessibility of water on their well, he offered to help remediate that problem. Of course, the key language there is if they can show that Banbury has had an impact on their on their well. I would defer to Martin and ask him how and not the county, by the way, how we might memorialize the more vague or general commitments that the developer has made and try to give them some color of legal authority, even if they're not really enforceable. As far as working with the county, I certainly Will and the planning commission if that's the Council's desire will do what we can. Will do it as a matter of course, in the performance of his duties. But I have to say that I'm not terribly optimistic about the county's willingness to engage in conversations with us, at least at the operational level, the staff level. We may have better luck with the planning commission over there, but that remains to be to be seen. What we're talking about at this point, of course, is not a regulatory or legal question. It is a political question. The Loudoun County Board of Supervisors have to grow the political will, grow spines, if you will, to take on the question of cluster development. And I'd like to see them do that sooner rather than later. The real risk here for us, as Bundles has pointed out, the unfortunate precedent that set with the approval of Banbury Cross the legal risk for us is that the county dithers to the point that any future action they take has no impact on development plans that might already be underway over here in southwestern Loudoun.

**Bridge Littleton:** Thanks, Bud. Cindy. Any other thoughts?

**Cindy Pearson:** No. Just want to thank Bud and our Planning Commission and Will and everyone else on staff for what they did. Bud, you really got thrown in on that one. And we'll make sure you get that pay raise.

**Bud Jacobs:** I haven't I haven't figured out how to get even with you all yet.

**Cindy Pearson:** I don't want to go there. I know this is hard for everyone. And, you know, I hope we can somehow find a way that we can stop any further development. So, you know, whatever we can do. And that's all. Thank you.

**Bridge Littleton:** Thanks, everybody. OK, going on to the first action item, which is a resolution of appreciation for Duchessa and Richard Allen Richard Allen clothing. So everybody, if you don't know you've been asleep under a rock somewhere. Duchessa and Richard Allen clothing. So Robin and Rick have decided after many years here in Middleburg with their store side by side, they are going to retire and go off and live in the Covid safe environment of Florida. So, no, I'm sure they're going to take their time getting down there. But anyway, we have a resolution of commendation for both businesses, for all that they brought to the town in their many, many years here. And so what I'd like to do real quickly is just read the resolution. I know that Rick and Robin aren't here, but I'm sure we will present this to them afterwards. So here we go. Resolution of commendation. Whereas in 2008, Robin Cavanagh opened Duchessa, a designer women's clothing boutique that beautifully displayed their collections among seasonal decor and floral arrangements in Middleburg. And whereas in 2012, her husband, Richard Bechtold opened Richard Allen clothing, which provided tailored clothing with a mission to help gentlemen develop their own style. And whereas both businesses offered the latest styles and highest quality of clothing, as well as outstanding customer service and a welcoming, sophisticated atmosphere that drew visitors from all regions to Middleburg. And whereas both businesses set the tone for visitors experience as they were located at the Eastern entry to downtown Middleburg and maintain beautiful eye-catching storefronts. And whereas Ms. Cavanagh always made it a priority to know her clients well, notifying them when an article of clothing was received that she knew they might wish to purchase, and whereas Mr. Bechtold held community service as a priority, having served for several years on the Middleburg business and professional associations board of directors, and whereas during their first years in business, both mentored new startup businesses in Middleburg assisting countless new owners in making their businesses successful. And whereas Ms. Cavanagh and Mr. Bechtold were also very generous to the community through their behind the scenes charitable giving to a variety of worthy recipients. And whereas after serving the community for many years, Ms. Cavanagh and Mr. Beck told closed Duchessa and Richard Allen clothing in August of 2010. So they can enjoy a much deserved retirement in Florida. Now, therefore, be it resolved that the mayor and members of the town council, the town of Middleburg commend Duchessa and Richard Allen Clothier clothing for being outstanding members of our retail community, be it for the resolve that we commend Robin Cavanagh and Richard Bechtold for their faithful support to the community and congratulate them on their much deserved retirement. So I don't know if Rick and Robin are on the line. They're not? They have a pina colada in St. Lucia. But anyway, so we will miss them dearly and wish them all the best. Ok. Oh, wait, we have to do a motion and a vote. So what would somebody like to make a motion?

**Cindy Pearson:** I'll make the motion. It's Cindy. I move the council adopt a resolution commending Duchessa and Richard Allen clothing for being outstanding members of our retail community, as well as commending Robin Cavanagh and Richard Bechtold for their faithful support of the Middleburg community.

**Kevin Daly:** Second.

**Bridge Littleton:** Any other further discussion? All right. We'll now do a roll call vote. Chris.

**Chris Bernard:** Aye.

**Bridge Littleton:** Phillip.

**Philip Miller:** Aye.

**Bridge Littleton:** Kevin.

**Kevin Daly:** Aye.

**Bridge Littleton:** Darlene.

**Darlene Kirk:** Aye.

**Bridge Littleton:** Bud.

**Bud Jacobs:** Aye.

**Bridge Littleton:** And Cindy.

**Cindy Pearson:** Aye.

**Bridge Littleton:** All right. Resolution passes. Ok, next item we're seeing as Philip recommended. And and Chris, we're going to jump ahead to the Foxes on the Fence Middleburg Arts Council item, which is 12a. So let me pull up the memo here real quick. Jamie, I believe your name is on this one.

**Jamie Gaucher:** Excellent. Thank you, Mr. Mayor. Members of the council, I think you are familiar with Foxes on the Fence. Ok, so Foxes on the Fence in a bi annual event in Middleburg. It's been organized and operated by the Middleburg Garden Club since its inception. And the Garden Club has recently decided that they are not best suited to move forward with Foxes on the Fence. They had a recent conversation with [inaudible] and [inaudible], both of whom are with us this evening, and those who have suggested that the Middleburg Arts Council pick up the flag, if you will, and organize and manage Foxes on the Fence going forward. So bringing that into the Arts Council raises questions that are important to the town, important to the council. And at this point in time, I would like to ask Mary Ann Burns to jump into the conversation and help us understand where Foxes on the Fence is right now and what the intention of the Arts Council is with regard to Foxes on the Fence moving forward.

**Mary Ann Burns:** Thank you, Jamie. I am the new chairman of the Middleburg Arts Council, and I probably know the least about Foxes on the Fence, but I'm fortunate to have Deb and Darcy, who have expertly run this event for the last three sessions and or the last two, and are working on the third, which takes place starting April 1st and culminates with Art in the Burg on May 17. Hopefully we'll have Art in the Burg, and it seems to me that in this time of covid-19, when events are being canceled right and left, this is a very good event for Covid times because it spreads out. It brings attention to Middleburg in a very manageable way. Over the six weeks of the auction takes place, people will be able to come and visit Middleburg and see the foxes and then there won't be any massive amounts of people coming at one time. So we're excited about being able to have an event that we can plan with confidence. And I would like to turn it over to Deb and Darcy, who are extremely talented ladies in terms of getting the Foxes and Hounds and Hares ready. So Deb. Could I turn it over to you to talk about what's different about Foxes on the Fence this year?

**Deb Cadenas:** Yes. Yes, sure. Thanks, Mary Ann, and thank you, Mr. Mayor. And members of the town council for hearing us this evening on Foxes on the fence, which is where my heart lies. I love this concept. I love this fundraiser. And we've had a change where the Middleburg garden club, when I first got the idea, came to them to ask for their help in sponsoring the event, because I did need some boots on the ground. And Darcy, who's with us on the line was the president of the garden club at that time, and she and

I together were able to bring us to what it's been known today, which was the event of the year by the business association. And so Darcy would be able to field any questions you might have about the garden club side of it. But we're very excited about bringing this back starting this month. This is when we usually begin to get the fundraiser, all the businesses signed up and the artists together. And the difference will be that the Garden Club had the seed money from their profits. And they have they have decided not to join us. They feel it's more a Middleburg Arts council project than a garden club project. And therefore, we need seed money. I don't want to ask the businesses who have undergone such hardship with Covid for the normal hundred dollars that we ask for to cover all the costs for Fox, which includes the cut out. I wish that perhaps the town would give us the funds that we need, which is twenty five hundred dollars to cover the cost of the cut outs and we have 50 of them and [inaudible]. Hope that's not my static. Can you hear me? Ok, so it's my my proposal would be to see if the town would contribute the seed money so that we can get these foxes cut out in the next couple of weeks and given to the businesses. We'd offer every business that participated in the last two events the opportunity to have a free cut out and advertising and we could use that to get the artists that they choose their own artists. But I think if we not have to charge them, I was just in Cape Cod, Massachusetts, and they are having a bonanza with their what they used to have sharks in the park is now Whales and they're almost 50000 dollars and their fundraiser and they have about two weeks ago, so Covid seems not to have had an effect on this event. And just from being in the town myself, there were people everywhere looking at this artwork. It was crazy and they were all masked up. That's the excitement. And the fever pitch in the town was was palpable. So I'd be very sad if we couldn't do it again here in Middleburg every other year. So Darcy is with me.

**Darcy Justen:** Can you hear me? Can you hear me? Hi. Also, what might offset a little bit of the cost this year is we're adding more. Debbie feels very confident that we can do 50. We've done we started out small and we added foxes and hounds the second year, it was still extremely successful. And so we're going to go up to 50 this year. And I think that will push our number even more and probably even offset the some of the cost, even a little bit more. The other thing that we would like to add this year is the businesses are on board is a scavenger hunt where it actually really encourages people to go in the store, find the animals in the store, and they fill out a scavenger booklet for that. And we can have prizes for that. It just makes it a little bit more fun. It's six weeks long. I know there are two or three people in the town that are very interested in doing it to really help promote the businesses even more. And we would probably go ahead and do our own Facebook page so we will need a little bit of help with that. We'd like to have kind of a town splash page that would be very simple to promote it even more that those would be direct links to the bidding for good site, which is where everyone goes to bid. So I don't know if somebody has any questions.

**Bridge Littleton:** Yeah, so let's see if anybody has any questions, we'll go around the room. Chris, any questions?

**Chris Bernard:** Not so much questions. So Deb and I had a little back and forth on this earlier in the week. And I think it's interesting. I think there's some logistics to figure out, like how do we deal with the money because it's donations and all that stuff. But I'm excited to kind of figure all that stuff out because I think it's a really cool that and it is a great social distancing event because it's all digital.

**Bridge Littleton:** Philip.

**Philip Miller:** Yeah, I agree. It is a great event and we should move forward with it. I am curious how this is going to work with our new grants and events process. And we how do we structure this? Where does it fall? So I think we just got to figure that out.

**Bridge Littleton:** Kevin.

**Kevin Daly:** I concur with Chris and Phil. It's a great event that it's kind of a branding itself of Middleburg and I would like to see us support it.

**Bridge Littleton:** Darlene.

**Darlene Kirk:** Jamie, are you planning on bringing this before the committee or how are you planning on doing this?

**Jamie Gaucher:** Darlene, I was not planning to bring this in front of the. I assume you're referencing the community events committee. I was not, because this is directly connected to the Middleburg Arts Council. I think it really should be a decision based around the Arts Council themselves.

**Darlene Kirk:** Well, that wouldn't preclude it from doing so, I mean, because it has to come in some sort of form to us, Council.

**Danny Davis:** So there is a budget for the Arts Council. It is not the full amount that is currently listed as the total cost of the initial outlay. The budget is five thousand dollars for the Arts Council. So I think the conversation with the council right now is, is it similar to other events where you're sponsoring it or providing grants toward that event? Or is it more it's a we're absorbing it as a direct town event that we're investing dollars in and again, hoping for a potential return that will then pay for that event in future years. But that's that's a conversation with council. And it's your choice, but it can be referred for consideration by a different group.

**Darlene Kirk:** [Off mic]. That's my opinion.

**Bridge Littleton:** OK, thanks, Darlene. Bud.

**Bud Jacobs:** Yes, sir. This is a wonderful event, of course, but I'm a little confused as to why this is not going through the process we just recently established for grants and other requests for funding. And if anyone explained that I'd missed it, my phone was cutting in and out quite a bit. So forgive me if you guys have already discussed this part of it, I would be more comfortable since we have a process in place that we use it. Otherwise, some of the work we've done on this doesn't seem to make a whole lot of sense. And I'm not saying that to take anything away from the event. If a request came to me for funding for it, I would approve it. I think it's wonderful. But there is this procedural question.

**Bridge Littleton:** Thanks. Cindy.

**Cindy Pearson:** Yes, that's a good thought. But I go along with that, too. And yes, Deb and Mary Ann and Darcy. It is a great event. It does bring a lot of excitement to town. My concern is because I've worked with Arts Council for many years, is Deb that you have enough help through your committee to get the work done that needed to be done because as you said, you need boots on the ground. We know how that goes sometimes with the committee. And are you expecting the town staff to pick up where you don't have enough boots on the ground to help you, which I don't know if there is another way, also maybe down the road that could take some conversations on an event like this? Or the only thing I'm thinking about is Leesburg with their Friday night first Fridays or whatever they did, I believe and Danny might be able to address this more. They made a nonprofit to take care of an event like this and had a lot of businesses that were interested in that project to help with it. So I know I'm saying like three or four different things here,

but my concern is on our staff that we just don't have a lot of time to put in all the events. They're great events. And I'm not knocking that at all. And it's so exciting. But I might need a little more discussion and especially the funding and things. So that's all I have right now. Thank you.

**Bridge Littleton:** Ok, thanks, Cindy. So, you know, I had the exact same question as Bud, so it's a great it's an event. It's Arts Council. It's an event. Right. And it hosted every two years. And I think everybody is supportive. But once that happened, it's great. It's awesome. But we have a new events and grants process. And why aren't we using that?

**Rhonda North:** So, Mr. Mayor, that process was designed for outside events, asking for funding, if you all agree, for the Arts Council to take it over the Arts Council is a town committee. So it would be a town event.

**Philip Miller:** So this is a budget amendment.

**Rhonda North:** So this would be a budget amendment. So you would have revenue coming in and you would have expenses be just like National Night Out, that type of thing. The reason it's coming to you is because under your donations policy, any donations that will be received as a part of a town event has to be approved by the council. So so you have that piece and then you have the just the overall question of do you want to to allow the Arts Council to take this on as a town event since they're there an advisory committee.

**Bridge Littleton:** Ok, so I tell you what, we're going to table this because I think we need more clarity on this. If we're talking a budget amendment, there's no budget amendment in this document. Right. And all this is saying is we're just authorizing to receive money. So I think we're all in favor of doing it. But if it's if we're talking a budget amendment process and all that kind of stuff, it needs to be done right. So because there's no budget amount on here on the motion, there's no budget amendment mentioned in the motion. But if you're telling me we have to have a budget amendment, then we need to do that the right way. So we'll bring this back at the September meeting and make sure we have all those things all lined up. I mean, I think we can take a straw poll right now. Everybody wants to do it. We're all on board. So that's not the issue. The issue is this needs to be done the right way. It's about the process as Bud lined out. So, I mean, is anybody against it? I don't think so. So, I mean, it's great. It's wonderful. I always lose, which really upsets me. And I want to buy it now. And I want one hundred dollars buy it now. But so. Yeah. So let's go back, let's frame out exactly what this is going to look like. You know, are we putting the money? Is it going to go to the Health Center Advisory Fund, is it going to go to the town general fund? How much is the budget amendment for? Because there's no number on here. And, you know, I think Cindy has a good point. If this now becoming a town event. Who's going to do it? And is there going to be a staff impact or not? So is everybody comfortable with that? And we'll bring it up at the next meeting. OK, have you have you guys got clarity on what needs to be put together? Yeah, Chris.

**Chris Bernard:** Deb and Jamie and Mary Ann, let's all touch base maybe next week and we can hammer out some of these details because I think that's all it is. It's just how do we logistically get it done?

**Bridge Littleton:** Ok. Mary Ann and Deb and everybody on the Arts Council, thank you guys very much. Sorry to ask you to come back. It's just it's a little more complex than a normal event. It's actually a budget amendment. And we've got to figure out how we're going to handle the funds. And I think just from a council perspective, we want to understand we get that right. So, yeah, and at the end of the day, you know, everybody is on board because this is a great event and we're looking forward to it.

**Chris Bernard:** So don't slow down.

**Bridge Littleton:** Yeah, exactly. Don't slow down any of your planning. And if you need, Jamie will come over with a jigsaw and cut out the foxes. Thank you all very much.

**Rhonda North:** Mr. Mayor.

**Bridge Littleton:** Yes, ma'am.

**Rhonda North:** Council Member Leonard-Morgan has joined the meeting.

**Bridge Littleton:** Mr. Leonard-Morgan, good evening.

**Peter Leonard-Morgan:** My apologies for my late arrival.

**Bridge Littleton:** That's OK. You've gotten the first nine actions. So the only thing we need to do is get your voice on the roll call. So I will call your name and then you say your name. Peter.

**Peter Leonard-Morgan:** Peter Leonard-Morgan arrived late, my apologies. Thank you.

**Bridge Littleton:** Hopefully that works for Swagit. OK, going on. Moving on. Staff reports. Does anybody have any questions or anything they like to go over from any of the staff reports as submitted at this point? Ok, Danny, do you have anything?

**Danny Davis:** I would just point out again, Julie has her treasurer's report and has a little bit more information from end of the fiscal year. We're still we'll be doing our audit next week, actually, the gathering of information and working with Mitchell & Company. So we'll have more information later in August or later in August and then into September. But just wanted you to know the end of the year figures are still right on track with what we expected. So a slight surplus in each fund, which is good news. And then we're continuing to track early numbers. Obviously, from FY21, it's really too early to have anything at this point. Other than that, nothing else significant or of urgency to point out. But we're happy to answer questions.

**Bridge Littleton:** Anybody have any questions for Danny or any member of staff on any of the staff reports? Ok, I only had one for Will. Will, just the question was in regards to Bates coming and picking up those things that did the did that spur any action?

**Will Moore:** Not as of yet.

**Bridge Littleton:** OK, just checking.

**Will Moore:** We're still waiting for a response.

**Bridge Littleton:** Oh, OK. Very fun.

**Danny Davis:** Approximately one hundred and sixty containers that we have down at the town shop for them to come or somebody to come pick up or dispose of or otherwise for them to come pick up. Yeah.

**Bridge Littleton:** For them to take responsibility for.

**Danny Davis:** It's their equipment that they took ownership of when they took the contract.

**Bridge Littleton:** Yes. Wow. So I make sure I clarify this. Right. There's one hundred and sixty Bates disposal totes, which they ditched and left behind in the town of Middleburg for us to take care of.

**Danny Davis:** They're not all Bates.

**Bridge Littleton:** But they own them. Yeah. That's their equipment they've left behind for us to deal with. Wow, I wonder if something like that ends up on Yelp. OK, moving on. Ok, Danny, you've got a covid-19 update.

**Danny Davis:** I do. Ok, thank you, Mr. Mayor. Just give a few updates as indicated. We are continuing in phase three operational guidelines. No changes there as of yet. As noted that the state or the commonwealth is the first to release an app that can help notify folks if they've been near anybody that's tested positive requires a lot of behind the scenes technology and people obviously, to adopt it. So if people are interested, you can follow the link in the packet. And then, of course, we continue to try to find ways to safely operate in in the town while also understanding, keeping appropriate safe measures, whether it's operating restaurants, requiring face coverings inside retail and other establishments, or simply, you know, again, not having large events. So we help businesses as much as they have questions for us. And then we also seek to reach out to businesses when we hear of concerns or complaints about potentially folks not following the procedures properly. Our effort there is awareness and information, but also understanding that someone could obviously always file a formal complaint, if appropriate, if necessary, in that situation. As indicated here, we've followed all the requirements of the State Department of Labor and industry for our business operations. We're also acquiring plexiglass for our customer facing areas just for continued safety of our staff and separation with the barrier there. As indicated here. As you know, the Commonwealth is releasing round two of CARES Act funding to local jurisdictions. And at this point, we expect to receive the same allocation as previously. So just over seventy four thousand dollars. And I think that's a topic of conversation for this evening briefly. But the council is open to that, just about some ideas on the expenditure of those funds or at least initial planning for those funds. We don't formally receive those funds until until September when we get notice from the county, they take their action on September 1st. I would note we have heard anecdotally from a number of different businesses in town, primarily whether it's restaurants or other places. They had very strong business, especially in July and some into August as well. So we are glad to see that some businesses, some businesses, and that is the very early summer are still hurting, very bad because there are other aspects that are not spending money or they're not the clientele coming to town that would normally provide the same level of support for that type of business. So there is a variety and that's the challenge is trying to provide assistance across the board and awareness of continuing to come to Middleburg and then we can talk about the crosswalk project if necessary. That was just added as a reminder for the public. So we're happy to answer any questions, have a conversation, if you like, about CARES Act funding or anything else related to this.

**Bridge Littleton:** All right. We'll go around the room real quick. Chris, any input for Danny. Philip?

**Philip Miller:** Wash your hands. Don't touch your face. Six feet apart. Wear a face covering. That's it.

**Bridge Littleton:** That's all you got to do. Kevin, any input or questions for Danny?

**Kevin Daly:** Negative.

**Bridge Littleton:** Peter.

**Peter Leonard-Morgan:** Not at this time, thank you.

**Bridge Littleton:** Bud.

**Bud Jacobs:** No. Thank you.

**Bridge Littleton:** And Cindy.

**Cindy Pearson:** No, not at this time. Thank you.

**Bridge Littleton:** Ok, thank you very much. All right. The one the only thing I'm going to note is. It's not the Covid, but you brought it up, so the crosswalk project. I appreciate the patience of all the businesses in town for, you know, plugging through when we had the road closures to to make it happen. You know, those things are never fun. But I think, by and large, the closures, the closure piece went all right. And I think people with as much of a smile as possible, you know, you know, understood. And and just dealt with it and got past it. And that was great. I mean, that was really, really helpful because it just it just had to be done. Just a note for everybody. We are going to have our walk through with VDOT tomorrow at 10:00 a.m. to go inspect all the sidewalks or excuse me, the crosswalks. I know there's definitely some things on there that we want to note for them. And I guess we can give everybody an update on that when we come back in September. Ok, next item is.

**Cindy Pearson:** Bridge, can I say also you said thank the businesses. Don't forget to thank the residents.

**Bridge Littleton:** Oh, yeah, absolutely.

**Cindy Pearson:** They have the traffic and no parking and stuff.

**Bridge Littleton:** Yeah, yeah. No, no. I mean, everybody, you know, residents included. That's that's a great point. Cindy, you know, really appreciate everybody's patience. Yeah. It was a great display of patience. Ok, going on to the next action item, which is branding and marketing implementation concept. [Off mic]. Yeah. We, we need to go with the consent agenda. Forgot that part. Would anybody like to make a motion on the consent agenda.

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

**Chris Bernard:** Second.

**Bridge Littleton:** Any discussion. Ok, we'll do a roll call vote.

**Bridge Littleton:** Chris.

**Chris Bernard:** Aye.

**Bridge Littleton:** Philip.

**Philip Miller:** Aye.

**Bridge Littleton:** Kevin.

**Kevin Daly:** Aye.

**Bridge Littleton:** Peter.

**Peter Leonard-Morgan:** Aye.

**Bridge Littleton:** Bud.

**Bud Jacobs:** Aye.

**Bridge Littleton:** Cindy.

**Cindy Pearson:** Aye.

**Bridge Littleton:** Ok, now we're going to go to Miles Partnership brand implementation. And let me pull it up real quickly here. I believe this is Jamie and Danny. So if you guys want whoever's or.

**Danny Davis:** I'll jump in and Jamie can fill in the gaps where I may have missed briefly, one of the council's strategic initiatives is implementing the brand. And we were in conversations with Visit Loudoun about their approach and ideas on how to best approach marketing. And they suggested a conversation with their agency of record. This firm essentially helps them strategize and then choose placement advertisements, both print and digital, to implement their various marketing campaigns. This firm was procured through a large RFP process and a lot of effort and as a firm focus solely on tourism organizations and travel. And so they are right up the target of where we were looking to potentially do marketing. Clearly, the consideration in front of us right now is we're in the midst of a pandemic. And so we want to be very circumspect and very aware of that. And yet there is an opportunity to potentially begin some initial phases of marketing in a couple of different ways. One of that is some of these print marketing opportunities are a yearlong time travel guide or printed map that would last for the entire year of 2021. And so it takes a hopeful look that things will return to somewhat a sense of normalcy next year, or at least we see the opportunity for additional travel later in the year for the parts of 2021. So that's that's part of the concept. The other part of this in discussing funding is that we have a sixty thousand dollar grant from the county to do marketing specifically targeted at overnight stays. And so we believe that doing a lot of this marketing, while all of this that we're discussing right now would fall under the auspices of that grant. Now, I would be very clear, we are not under any kind of timeframe. The county is not forcing us to spend it in any way at this point in any kind of time frame. And yet it is a funding source that is available to use for portions of or for this, again, with some matching dollars from the town. The final thing I would add is that the the advertising plan and the spending plan beyond the primary print aspects of it, all of the digital spending is flexible in nature, can be essentially turned and turned off as appropriate. So we can delay it if necessary. If things start going well as it relates to travel and tourism, we can pump more dollars. And if things start going like we need to put a hold on it, we can posit. And so that is a valuable aspect of this is there is flexibility in that. So that the question before you clearly is about are we ready to go down this path and are you comfortable with taking some of these steps initially. This firm is again, one that we believe has the capabilities through their vetting with Visit Loudoun. And some of these initial advertising opportunities that are print advertisements had deadlines coming up in the next few weeks. If we're not comfortable moving forward, that's fine. And we can flex with that as appropriate. But we wanted to begin the conversation and see where you are. So we're happy to answer any questions you might have or provide more information if I've glossed over too quickly.

**Bridge Littleton:** Ok, was there any part of this that Jamie was going to go over?

**Jamie Gaucher:** The only other point I would make, just in case there is any concern, the town will have all control over the ad and the decision making. We are partnering with the same firm that works with Visit Loudoun. But this really is an independent. It's an opportunity to leverage some of the work that Visit Loudoun has already done, but we would maintain control of the messaging of the placement of the spin and of the schedule. That's all.

**Bridge Littleton:** Ok, well, I think with Chris and Philip as the EDAC representatives, I think we probably want to hear you guys first.

**Philip Miller:** All right. So the essential question is, are we ready to start the investment of the marketing dollars that we've already got from the grant from the county? The basically we're talking about a monthly in account management fee for them to get started. And some of these things, these print deadlines, these yearlong guides starting in 2021, the print deadlines to get in to those things are coming up in September. So the issue is we need to make a decision if we are comfortable deciding that we're going to at least be in those annual guides from certain Virginia destination publications or both online and print, then we need to move forward with spending the account management fees to secure those placements and get them in for the next year. So that's that's the essential thing. Everything else other than the spend on those particular media placements, we wouldn't we're not on the hook for any other additional media expenses at this time. If we can move that needle as we need to and as we see things adjust and flex with Covid. So we are free to do what we need to do, but we would just incur a monthly account management fee. But again, that that money has already been partly granted by the county. So my argument would be from an optimist point of view, I think that we would be silly not to at least get those placements for 2021 and get that process started. And we can evaluate the rest as we go. So that's my opinion. And I'm happy to, you know, talk about whatever anybody wants to talk about and answer any questions as far as I know.

**Bridge Littleton:** Chris, your input?

**Chris Bernard:** Yeah, so similar thoughts, I think we do need to plan as if 2021 is going to be a legitimate thing. It would be a shame if we missed out on those opportunities. It'd be a shame for our businesses. So I think especially because we're getting a big chunk of the money from the county. It's a I mean, it's not nothing, but it's a relatively small management fee and it allows us to kind of pull those levers like Philip was talking about, you know, as things happen and just because.

**Cindy Pearson:** I'm having a hard time hearing Chris.

**Chris Bernard:** I'm going to take my mask off for a second. So just because we're in the middle of this pandemic, you know, we're still doing business in town. And so there should be advertising of some sort and maybe that message changes or we start doing more, as you know, we get I hate to say further into it or further out of it, but I think it's it's certainly worth the spend to get into those yearlong print opportunities.

**Bridge Littleton:** Ok, we'll go around the horn, Kevin, any questions?

**Kevin Daly:** Negative. I would defer to Chris and Phil if they are confident they have done their due diligence. I am in complete agreement if we want to go with the draft motion.

**Bridge Littleton:** Peter.

**Peter Leonard-Morgan:** Thank you. The one question I have and forgive me if I missed something earlier, did we only approach the Miles partnership or did we put out to tender to any other companies to.

**Danny Davis:** Yeah. Peter, thanks for the question. We went specifically and talked with the Miles Partnership because of their existing relationship with Visit Loudoun. And we do feel that, as Jamie mentioned, that there are a couple of things we get to leverage there. One is their knowledge of the destination already. Two is their expertise as a national firm focused in this area. And three, I you know, I can't say this for 100 percent, but I believe that the management fee that is it's not inconsequential, but it's a relatively small fee. I think that's a factor of the of the idea or the simply the fact that they are already partnering with Visit Loudoun. And so we're able to leverage that relationship. The short answer is no, we did not do a full blown RFP timing wise. And also knowing that the ability to partner with the same group, working with those allowed in and of itself brings a lot of positives to the town.

**Peter Leonard-Morgan:** Wonderful. Thank you very much. And I know that Kevin and Chris have been very involved. I appreciate that. Thank you.

**Bridge Littleton:** Bud, any questions?

**Bud Jacobs:** Ok. No, I don't have any difficulty.

**Danny Davis:** Bud, we lost you for a minute there.

**Bud Jacobs:** Doesn't matter. I said I don't have any difficulty at all. Doing a sole source contract with Miles makes perfect sense to me. And thank you Philip and the EDAC for the work that went into this.

**Bridge Littleton:** Cindy.

**Cindy Pearson:** Yes, no, I think it's a good idea to use them and being able to leverage with Visit Loudoun really help just would say that whatever you use and I'm going to call it hard copy or print copy that you keep it pretty generic because things change so badly, you know, in your year and use your other things with a social media would be a suggestion. But I'm sure you guys have already thought of that. So thank you.

**Bridge Littleton:** Ok, I just had a couple of quick questions. So it says in here that the monthly fee is fourteen hundred dollars, but how long do we have to pay that for?

**Danny Davis:** So we will pay that during the contract length.

**Bridge Littleton:** And then how long is the contract?

**Danny Davis:** So we have not finalized that yet. So but I would I would anticipate that being an annual year to year.

**Bridge Littleton:** So if it's a year at seventeen thousand dollars, give or take. All right. So so minimum, if we actually do nothing, we're still on the hook for 17 grand. OK, and we can't. So once we commit to that contract, we're we're committed. We can't get out of it. If, like four months down the road, we decide

Covid gets worse and we're like, look, we're not inviting people to Middleburg, then we still have to pay those fees.

**Danny Davis:** So, I mean, that all comes down to a contract that we would work with Martin. But typically the a non-appropriation clause would occur relative to a fiscal year, not in the middle of the fiscal year type situation. So, yes, unless they're willing to have an out clause mid fiscal year, you are correct. We would we would continue that obligation.

**Bridge Littleton:** I mean, we would pay them even if we weren't going to do any marketing. Yes, OK. No, no, I mean, that's fine. I just want to make sure we understand that's what we're doing. You know, that when we hire this firm, we're hiring to pay them for a year whether we use it or not. So, OK, what is everybody else in our region doing? What are other towns and localities doing in terms of I mean, are we the first ones out there inviting people to their town?

**Danny Davis:** So I think the question is, who are you comparing us to? And I, I have not done an extensive analysis of that, so I can't answer that fully.

**Philip Miller:** I would ask is, are you asking specifically during Covid or in general?

**Bridge Littleton:** Right now in Covid. In Covid, I mean, is there. Where I'm going with this is if there's a town like Middleburg, right, pick one like Little Washington, right. Are they starting a marketing campaign to attract people to visit their town?

**Danny Davis:** And so my only anecdotal experience is seeing that it's either Howard, not Howard. Hartford County or some county in Maryland or maybe it's Maryland in general. I've seen very similar type advertisements, which is basically saying come back and see us again. Right. So there are localities that are beginning to advertise and visit. Loudoun is one of them to say now is the time to start reminding people that you can take a hour, two hour trip in your car. You don't have to get on an airplane. You know, we're a quick weekend trip. We're a safe place to come. There's visitor sentiment that shows that we are a safe place to visit. And so I don't have a lot of specifics for you, but I do know that this is definitely one where destinations like us are beginning to advertise because, I mean, this is the peak travel time.

**Bridge Littleton:** No, I get it. I mean, I just I just want to make sure that we're not the first ones out there.

**Philip Miller:** First of all, can I can I just say yes. I have actually gotten ads online for Charlottesville, for Lancaster, Pennsylvania, and some other places. I also want to remind you that this is an investment in 2021. Oh, I get it. We're definitely looking at things that hit after hopefully this starts to begin to, you know.

**Bridge Littleton:** I understand.

**Philip Miller:** But I would also explain that advertising is not flip a switch. Advertising is a purchase funnel. You've got to build awareness. And that doesn't happen overnight, even with digital. So you've got to be out there so that people know that Middleburg exists and then you continue to engage with that person over and over and over. Is the analytics get better.

**Chris Bernard:** Providing you're here. Then eventually when you want them to come, you say now it's time. Yeah, it really is a slow drip.

**Bridge Littleton:** Ok, how are we going to manage safety? In the message, because if you have to start printing it now and you're going to use it next year and safety really becomes a driving issue.

**Chris Bernard:** I think Cindy touched on that a little bit. You have to keep whatever language that were hard committing to for the year. We have to make very vague and has to be about, you know, the charm of Middleburg, why you would want to come here and all that. And then we can filter in that messaging as it changes, maybe digitally or however.

**Philip Miller:** Top of the purchase funnel, the big things in print that we're going to do now, those are going to be very General Middleburg branding terms. Visit us, visit our boutiques, you know, enjoy your small town experience, whatever. And then when you get down into the purchase funnel and we start tweaking things online and through digital ads and Facebook and Instagram, then we'll have different messaging that is more timely and appropriate because they're in a different spot in the funnel. So they've already seen some things on, you know, perhaps they've seen the print, but they've definitely seen other advertisements along the way. Now they are getting it more and more because they've engaged with it, perhaps. And so then we change the messaging to safely, you know, come to Middleburg with masks or whatever the CDC and federal guidelines and state guidelines are at that time.

**Chris Bernard:** I just want to make it simple, by the time they see in, let's say, April, the message, hey, come to the spring races and you know, we're doing social distancing and we're doing mass. We're doing lots of they've already then seen five or six other small ads just talking about how beautiful Middleburg is or how you can get there in two hours from D.C., that kind of stuff. That's general and never changes. And it's the seventh interaction, whether it's the call to action, come here. And this is the safety part because that will change.

**Bridge Littleton:** Yeah. Yeah. No, I got you. OK. And, you know, not knowing marketing, that's fine. The only comment I would make is recognize that the entire you whatever you build on, you know, as fast as this thing changes, you could have to make an amazing you could have to make a massive change in the messaging in a week, you know, literally a week. So just make sure I would just ask that that's all built in.

**Philip Miller:** So I would say that's not a problem to make that change in a week. I would say it's actually easier to make the change and drive awareness that we're not you know, we're not above you, but come later because it's not safe.

**Bridge Littleton:** We're not open.

**Philip Miller:** But if if we already have them at that point of the purchase funnel where they've been engaged with Middleburg, they'll get that message instead of any other message.

**Chris Bernard:** They'll be in our pipeline so that when we're ready to reopen, they get that message then. It's a long term thing.

**Bridge Littleton:** OK, any other questions for Danny or Philip and Chris? Oh, I have one more question, what's where's MBPA on this? So what's it what's their input?

**Danny Davis:** So we worked with them in applying for the grants, so they they provided that we are we are running the marketing with our brand and our marketing.

**Bridge Littleton:** And not in partnership with them.

**Danny Davis:** So their partnership was a financial contribution to support our efforts towards this, and that's what we applied for in the grant.

**Bridge Littleton:** Yeah, I got that's fine. OK, what's next on this? Do we have to vote on it?

**Danny Davis:** I would like the authority to for us to enter into a contract with.

**Bridge Littleton:** Yes, OK. Somebody want to make a motion?

**Philip Miller:** I move that the town council authorize the town manager to enter into a sole source contract with the Miles Partnership for Marketing and Advertising and to authorize use of town marketing funds and county TOT grant funds for this effort.

**Chris Bernard:** Second.

**Bridge Littleton:** Any further discussion? Actually have a quick question for discussion. Do we want to set a limit to this? Right. We've got 60,000. You know, do we want to set that? You know, hey, we can expend up to the first 30 of this and then anything after that, you've got to come back. Do we want it open ended for the whole 60,000?

**Philip Miller:** So the first couple of the first couple of long term annual guides will actually, you know that if you include the annual if it in fact is an annual contract.

**Danny Davis:** But if you would like to say something like 50000 dollars and then we come to you with what we've done at that point and then we come back with here's our next anticipated plan beyond that.

**Bridge Littleton:** Well, I think we should go around and ask everybody on the on the phone. But I do not I would not anticipate this is just open ended. This is an open ended motion to spend as much as you want to spend.

**Danny Davis:** Well, we have a budget.

**Bridge Littleton:** And how much is the budget?

**Danny Davis:** So we have sixty thousand. And that was the grant.

**Bridge Littleton:** Which is part of the budget.

**Danny Davis:** Right. The total budget that we had in the FY 21 budget originally, I believe, was one hundred and twenty five. And that was for all marketing for the year. Now, I am not committing that full amount to this because we have other things that we spend some of those dollars on.

**Bridge Littleton:** Have you guys figured out if you ended up doing everything you want to do, how much you would spend in this?

**Danny Davis:** We yes, we gave them a potential budget of around ninety thousand dollars.

**Bridge Littleton:** Ok, so what you're saying is the rest of the marketing budget for the town for the year is going to be at about 25 to 35?

**Danny Davis:** Depending on other things we might need those dollars for.

**Bridge Littleton:** Ok, so let me I'm going to ask, does does anybody have any concerns with the expenditure of up to 90 thousand dollars on this program?

**Peter Leonard-Morgan:** Peter Leonard-Morgan here. I understood it to be that we were spending 35,000, getting 60000 dollars in the grant and then MBPA is contributing 5000. Maybe I misunderstand.

**Bridge Littleton:** Yeah, but that's still, you know, 60000 is from the county, 35 thousand is from us. But we're going to be the intent with this specific program is to spend ninety thousand. Up to ninety thousand.

**Peter Leonard-Morgan:** Well, my feeling is if we're getting a great deal of value out of it, we're spending 35000, the county is spending 60000. We need to use as much as we can.

**Bridge Littleton:** Well, that we could use that 60 some of that 60 thousand on other marketing things. It doesn't have to be this specific program. It can be on any marketing program. Or to overnight stays.

**Chris Bernard:** So I think this is probably the best bang for the buck we're going to get. OK, but it leaves thirty five or something else.

**Cindy Pearson:** Bridge? Is there any time limit on the 60000 that we have to use from the county?

**Bridge Littleton:** That's a Danny question.

**Danny Davis:** Yes. The initial grant was a fiscal year 20 grant. However, they also understood that with Covid hitting and technically, I would argue I don't think the grant has a time limit on it, but they clearly allow us to extend it into 21. And I believe they would allow us to extend it even beyond that. So I don't think there's a time limit on it. OK, thank you.

**Bridge Littleton:** All right. So, I mean, is everybody comfortable with that with up to 90 thousand dollars being spent on this? OK, I just want to make sure. All right. We'll do a roll call vote. Chris.

**Chris Bernard:** Aye.

**Bridge Littleton:** Philip.

**Philip Miller:** Aye.

**Bridge Littleton:** Kevin.

**Kevin Daly:** Aye.

**Bridge Littleton:** Peter.

**Peter Leonard-Morgan:** Aye.

**Bridge Littleton:** Bud.

**Bud Jacobs:** Aye.

**Bridge Littleton:** Cindy.

**Cindy Pearson:** Aye. But I need to ask also, did that 90000 get in that motion?

**Bridge Littleton:** Yeah. So someone needs to make a friendly amendment.

**Cindy Pearson:** Yeah, I make that friendly amendment so that they can spend up to 90000 and then would have to come back to council if they need more.

**Philip Miller:** Accepted.

**Bridge Littleton:** Ok, now we'll do a roll call vote again. Chris.

**Chris Bernard:** Aye.

**Bridge Littleton:** Philip.

**Philip Miller:** Aye.

**Bridge Littleton:** Kevin.

**Kevin Daly:** Aye.

**Bridge Littleton:** Peter.

**Peter Leonard-Morgan:** Aye.

**Bridge Littleton:** Bud.

**Bud Jacobs:** Aye.

**Bridge Littleton:** Cindy.

**Cindy Pearson:** Aye.

**Bridge Littleton:** Ok. Motion carries. All right. Next item is the council's rules of procedure. Rhonda?

**Rhonda North:** Yes, Mr. Mayor, this item returned to you from a discussion last month. We're proposing some amendments to your rules and procedure. Some of them are, I think, very simple amendments, changing the title of the town administrator to town manager, bringing the participation in meetings electronically up to date with what has taken the changes that have taken place in the state code with regard to COVID. The the one issue that that was unresolved after our last discussion is how we handle the question of resolutions and proclamations that are requested by the citizenry. So we have proposed some revised language that in essence, would say the public can request resolutions for only very specific items. Those including if an individual or a group did something related to the Middleburg community,

such as a particular service or achievement, or to recognize an individual's life in the public, could ask for a resolution and there would be an application form through which they would do that. And they would neither need to give me very specific language or at least enough language that would help me to draft the resolution. Once that request was received, it would continue to be sent to the mayor and council to see if someone wishes to sponsor the request. If you do, then the item would be placed on the council agenda for consideration. And then if someone wants to request a proclamation, which would be defined as a formal announcement of an event or an activity or a special time period, you've done those, you know, different weeks, that type of thing that you declare. In that case, the application would go to the mayor as opposed to the council. The mayor would solicit individually input from the council, but he or she would have the final say as to whether a proclamation was actually approved or not. So that is the latest staff latest recommendation with regard to amending the rules related to proclamations and resolutions. And as I say, we have drafted a very simple form that folks could fill out. We would post that online for people to use and would be able to submit it online if that's the desire of the council.

**Bridge Littleton:** Ok, thank you. And let's go around the discussion. First, let me say, Rhonda, I think you guys did a great job going through the rules of procedure and just a lot of little things in there that had to be cleaned up over time and then updating it for the electronic agendas and all. Electronic meetings was great. So, you know, thank you guys for doing that. Chris, any thoughts?

**Chris Bernard:** No, I like it. And I think you asked for a process and you guys gave us a very clear process with a nice way to deliver it through the website. I think it's great. Thank you.

**Philip Miller:** I second that. I think it's great. I always love it when we clean up the process to make it easier so that, you know, like earlier, we can make it more complicated when we need it now. [Laughter]. Great work. Thank you.

**Bridge Littleton:** Kevin.

**Kevin Daly:** I concur with the changes and amendments to the document.

**Bridge Littleton:** Peter?

**Peter Leonard-Morgan:** Nothing else to say. Thank you very much.

**Bridge Littleton:** Bud.

**Bud Jacobs:** Thank you very much. Well done.

**Bridge Littleton:** Cindy.

**Cindy Pearson:** No comment. Well done. Thank you.

**Bridge Littleton:** Thanks. Hey, Rhonda, the only thought I had was on the form. We might want to have one more box in there and actually ask the applicant or the person applying to explain why they're asking for this. So there's a box there, says, tell us what you want the resolution to say. But, you know, give us the history. Give us the background. It might not be in the resolution, but be helpful to know the story behind it, you know? Right. Exactly. And honestly, if there's any. Yeah, if there's any document or historical fact or historical thing they want to submit or a picture or something that they want to submit with it or a website. The point is to help us educate us on it. Let's ask them to do that.

**Chris Bernard:** [Off mic]. You know, if you want to learn more about this, here's a great place to go.

**Bridge Littleton:** Yeah, exactly. Well, and another thing too is, you know, you want to make sure to that that it's something actually truly that's out there. It's a little bit of fact checking. So, OK, Rhonda, do we need to have a resolution on this.

**Rhonda North:** If we could have a motion to adopt the resolution approving the amendments?

**Bridge Littleton:** OK, who would like to read that? Chris would. Oh, Kevin will.

**Kevin Daly:** Yeah, I move that council, adopt a resolution approving amendments to the council's rules of procedure as proposed by the council staff.

**Peter Leonard-Morgan:** Second.

**Bridge Littleton:** Chris.

**Chris Bernard:** Aye.

**Bridge Littleton:** Philip.

**Philip Miller:** Aye.

**Bridge Littleton:** Kevin.

**Kevin Daly:** Aye.

**Bridge Littleton:** Peter.

**Peter Leonard-Morgan:** Aye.

**Bridge Littleton:** Bud.

**Bud Jacobs:** Aye.

**Bridge Littleton:** Cindy.

**Cindy Pearson:** Aye.

**Bridge Littleton:** OK, motion passes. All right, next item is a draft amendment for the purchasing ordinance. One second here. Yeah, so it's you got the wrong link on here. Who owns this memo? No, no, no, no, I mean, who's supposed to be briefing it? Rhonda, you just want to go ahead and brief it?

**Rhonda North:** Sure. So one of our goals for a while now has been to to update our purchasing ordinance. So what we're proposing is a is actually a complete repeal of the existing ordinance and the adoption of a new ordinance in its place. So we as proposed, it's divided into five articles, the first of which would talk about your your general provisions with regard to purchasing, you know, identifying who's responsible for that type of thing. That's pretty much in line with what we already have in the code. The second article,

which is probably really the meat of it, is the different methods that we can go through for purchasing items and benefits, everything from emergency purchases to [inaudible] procurement, small purchases, competitive, sealing and negotiation. That is the area where, you know, the council does have some leeway. The staff has proposed that for competitive sealed purchases and for competitive negotiations, that that that would be required for anything above twenty five thousand dollars. The state code actually gives you a little more leeway. They allow that for eighty thousand dollars for services up to one hundred thousand dollars for goods. So, you know, if you all don't like the twenty five thousand dollar level that we've recommended, that that could be changed. Small purchases, anything between twenty five thousand, between fifteen thousand and twenty five thousand wouldn't be by competitive bidding or negotiation. But the staff would have to secure two proposals at minimum, anything below fifteen thousand dollars you wouldn't do any type of bidding would not be required. Article three pretty much just includes the state code requirements that we're mandated to follow. And then Article four talks about ethics in contracting. Article five outlines should you need to debar a contractor for unsatisfactory performance, how we would go about about doing that. I mean, everything here that's written is pretty much, as I say, in line with with the state code provisions that we are mandated to follow. The one area where leeway is is is the amount for competitive or sealed bidding. Did I cover everything, Danny?

**Philip Miller:** Danny, were you able to look up how many contracts we do over the threshold?

**Danny Davis:** I apologize, I was not able to do that.

**Bridge Littleton:** Noting that, OK, does anybody have any questions for Rhonda? Actually, I'll go around, Chris.

**Chris Bernard:** Yeah, so walk me through the rationale on the twenty five thousand. Instead of being higher.

**Rhonda North:** It's it's kind of a balancing act and, you know, the staff recognizes that, you know, we always want to get the best value for our money and we always want to make sure, you know, we're definitely getting the best deal, you know, for for the citizens of citizenries money. But also, at the same time, we also recognize that we don't have a specific staff person who's assigned just to do purchasing. So so there are times that you don't want to spend an inordinate amount of staff time on small dollar amounts, you know.

**Cindy Pearson:** And can I? Go ahead. Sorry.

**Rhonda North:** Sure. No, go ahead.

**Cindy Pearson:** I was just going to say and that probably came about from years ago when trust wasn't one of the higher things in the town office. Some things that happened many years ago. So I think we're coming back up the right way now. So that's probably why the amount was lower or wasn't at all before.

**Bridge Littleton:** I even asked the same question, I think Danny told me that, like, maybe they do ten over twenty five thousand a year, so it's not a lot anyway.

**Danny Davis:** [Off mic]. You know, we go through the appropriate process to bring it to you. Sure.

**Rhonda North:** And, you know, in some things like vehicles, yes. They'll exceed twenty five thousand. But if we buy off state contract, then we wouldn't have to go through a procurement process of our own because the states already gone through a procurement process.

**Bridge Littleton:** Philip.

**Philip Miller:** I'm good.

**Bridge Littleton:** Kevin.

**Kevin Daly:** Good to go.

**Bridge Littleton:** Peter.

**Peter Leonard-Morgan:** Nothing. Thank you.

**Bridge Littleton:** Bud.

**Bud Jacobs:** No questions.

**Bridge Littleton:** And Cindy.

**Cindy Pearson:** No, I'm good, thank you. OK.

**Bridge Littleton:** I know we talked about last week in the review, so I don't have any other questions. I appreciate all the work and completely updating it, so I think it's good to go. Anybody like to make a memo? A motion.

**Philip Miller:** I move the council, adopt an ordinance to repeal town code Chapter 20 and to adopt Town Code Chapter twenty point one pertaining to purchasing in its stead.

**Chris Bernard:** Second.

**Bridge Littleton:** Ok, Chris,

**Chris Bernard:** Aye.

**Bridge Littleton:** Philip.

**Philip Miller:** Aye.

**Bridge Littleton:** Kevin.

**Kevin Daly:** Aye.

**Bridge Littleton:** Peter.

**Peter Leonard-Morgan:** Aye.

**Bridge Littleton:** Bud.

**Bud Jacobs:** Aye.

**Bridge Littleton:** Cindy.

**Cindy Pearson:** Aye.

**Bridge Littleton:** OK, great. Next item is the BPOL ordinance.

**Rhonda North:** And that's going to be that's going to be Rhonda again. So, you know, again, we do review our ordinances periodically just to make sure that we're keeping them in line with any state code changes that that may have arisen. So there are a few things that we're proposing to include as a result of changes in the state code. Those is some language related to mobile food units and how you handle those from a tax standpoint for the first couple of years. The other is to add a category for contractors receiving federal appropriations for research and development in the areas of computers, electronic services and sciences. So we're proposing to to add that category and to set the fee. And we're recommending the four cents, which is the maximum the state code does allow. What actually started this review of BPOL is that we were having issues with new businesses when they come in to apply for their license. Frequently, they're having trouble giving us the estimate for their gross receipts during the first year. So the staff felt that it may be easier for the owners if we just charge the minimum a 30 dollar fee. That way, they would not have to provide us with an estimate and we could use that sort of as a marketing tool for new businesses. You know, your first year, just the base 30 dollar fee thereafter, it would continue to be based on their previous year's receipts as as it has always been, the way we looked at how much revenue would be lost in the event that this had been in place last year and the amount was was fairly minimal.

**Danny Davis:** And I would note that Julie obviously is on the phone and Julie spent a fair amount of time on business licenses and business license. The I think literally she wrote the book on it for Virginia. I hope I got that right, Julie. So she's been working with Rhonda on these amendments as well to help clarify for the town as well as for businesses. So there any questions about the actual ordinances or details, the expert is with us.

**Julie Rivard:** Thank you for saying that. Danny, I appreciate that. The other thing that we sought to clarify in these BPOL town ordinance amendment was the whole appeal process. That's something that's mandated for it to be clear and for it to be posted. And but unfortunately, state code itself is not at all clear and easy to follow. So we organized it in a way, in the BPOL Ordinance Amendment amendment to make it clear for anyone who thought that remedy so that they would understand what they needed to do.

**Bridge Littleton:** All right. We'll see if anybody has any questions. Chris.

**Chris Bernard:** No questions.

**Bridge Littleton:** Philip.

**Philip Miller:** No. Good.

**Bridge Littleton:** Kevin.

**Kevin Daly:** Good to go.

**Bridge Littleton:** Peter.

**Peter Leonard-Morgan:** No. Thank you.

**Bridge Littleton:** Bud.

**Bud Jacobs:** No. Thank you.

**Bridge Littleton:** Cindy.

**Cindy Pearson:** No. It's so much clearer now, that's great because it was about as clear as mud before. It's good to have those changes. Thank you.

**Bridge Littleton:** I think it's going to be a lot simpler for our businesses, too, so I appreciate it. Ok, is there a motion?

**Rhonda North:** Mr. Mayor, because of the new tax rate that will be set in there for the. It has to be advertised for public hearing.

**Bridge Littleton:** Ok, go forth and advertise.

**Rhonda North:** Yes, sir.

**Bridge Littleton:** All right. So is there any other information items from anybody? All right. We will now open the public comment session for the end of the council meeting. Cindy, do we have anybody on the line or Rhonda?

**Rhonda North:** No, sir. We do not.

**Bridge Littleton:** Cindy, how about you? Got anybody on the line?

**Cindy Pearson:** No, I don't. Not yet.

**Bridge Littleton:** OK, good. Just make sure you check your call waiting. All right. So we'll close the public comment session and now we will go to the closed session. Who would like to read that one?

**Philip Miller:** I move that council go into closed session, is authorized under Section 2.2-3711 of the Code of Virginia for one, the disposition of publicly held property related to the Asbury Church, two the discussion or consideration of the acquisition of property for the new town hall building. Both items as allowed under subsection A3 and 3 for the discussion or consideration of the of the performance of the town manager as allowed under subsection A1. I further move the council thereafter reconvene in open session for action as appropriate.

**Chris Bernard:** Second.

**Bridge Littleton:** OK, Chris.

**Danny Davis:** Mr. Mayor, may I just recommend a brief amendment to that number three, which would be and also consideration of performance bonuses for staff.

**Philip Miller:** As well as number three for the consideration of performance bonuses for the town staff.

**Bridge Littleton:** Ok, second, anyone?

**Chris Bernard:** Second.

**Bridge Littleton:** All right. Chris.

**Chris Bernard:** Aye.

**Bridge Littleton:** Philip.

**Philip Miller:** Aye.

**Bridge Littleton:** Kevin. Kevin, we didn't hear you.

**Kevin Daly:** Aye.

**Bridge Littleton:** Peter.

**Peter Leonard-Morgan:** Aye.

**Bridge Littleton:** Bud.

**Bud Jacobs:** Aye.

**Bridge Littleton:** Cindy.

**Cindy Pearson:** Aye.

**Bridge Littleton:** Ok, we're in closed session. I asked that council certified to the best of each member's knowledge, one only public business matters lawfully exempted from open meeting requirements from the Virginia Freedom of Information Act and to 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. I would like to remind those present for the closed session that any discussion that occurred within it should be treated as confidential. Chris.

**Chris Bernard:** Yes.

**Bridge Littleton:** Yes. Philip.

**Philip Miller:** Yes.

**Bridge Littleton:** Kevin.

**Kevin Daly:** Yes.

**Bridge Littleton:** Peter.

**Peter Leonard-Morgan:** Yes.

**Bridge Littleton:** Bud.

**Bud Jacobs:** Yes.

**Bridge Littleton:** Cindy.

**Cindy Pearson:** Yes.

**Bridge Littleton:** All right, Bud would you like to make a motion?

**Bud Jacobs:** Yes, I move that the town council approved the letter of intent with Salamander Middleburg MUV LLC to acquire land for the new town hall as presented and direct staff to conduct [inaudible] process and to bring a purchase agreement for land to the council for approval.

**Bridge Littleton:** Bud, I have to tell you. Hold on. Where was it? Bud, we have to have you reread it again after the word conduct. We lost you.

**Bud Jacobs:** Oh, I'm sorry, can you hear me? I move that the town council approved the letter of intent with Salamander Middleburg MUV LLC to acquire land for the new town hall as presented and direct staff to conduct all necessary steps to continue the land acquisition process and to bring a purchase agreement for land to the council for approval.

**Kevin Daly:** Second.

**Bridge Littleton:** Chris.

**Chris Bernard:** Aye.

**Bridge Littleton:** Wait. Sorry, any other discussion? All right. Chris.

**Chris Bernard:** Aye.

**Bridge Littleton:** Philip.

**Philip Miller:** Aye.

**Bridge Littleton:** Kevin.

**Kevin Daly:** Aye.

**Bridge Littleton:** Peter.

**Peter Leonard-Morgan:** Aye.

**Bridge Littleton:** Bud.

**Bud Jacobs:** Aye.

**Bridge Littleton:** Cindy.

**Cindy Pearson:** Aye.

**Bridge Littleton:** OK. Is there any other items that the member of council would like to speak on? Our meeting is adjourned.