



**MIDDLEBURG TOWN COUNCIL**  
**Regular Monthly Meeting Minutes**  
**Thursday, April 27, 2023**



**PENDING APPROVAL**

**PRESENT:** Mayor Trowbridge M. Littleton  
 Vice Mayor Peter A. Leonard-Morgan (attended remotely)  
 Councilmember Chris W. Bernard  
 Councilmember J. Kevin Daly  
 Councilmember Morris E. “Bud” Jacobs  
 Councilmember C. Darlene Kirk  
 Councilmember Philip M. Miller  
 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  
 Tina Staples, Town Treasurer/Director of Finance  
 A.J. Panebianco, Chief of Police  
 Lieutenant Shawn Jones, Police Department

The Town Council of the Town of Middleburg, Virginia held their regular monthly meeting on Thursday, April 27, 2023 in the Town Hall Council Chambers, located at 10 West Marshall Street. Mayor Littleton led Council and those attending in the Pledge of Allegiance to the flag. The roll was called at 6:00 p.m. Vice Mayor Leonard-Morgan advised that he was attending the meeting remotely from Bethany Beach as he was on vacation.

**Special Recognition by Mayor & Council**

**Council Approval** – Resolution of Appreciation – Chief AJ Panebianco

Mayor Littleton thanked Town Clerk North and the staff for organizing the retirement party for Chief Panebianco and noted that there were two hundred people present. He advised that it showed the overwhelming support he had during his tenure as Police Chief. Mr. Littleton read the resolution aloud and presented a signed copy to Chief Panebianco following the vote of the Council.

*Councilmember Daly moved, seconded by Councilmember Kirk, that Council adopt a resolution expressing its appreciation to A.J. Panebianco for his service as Middleburg’s Chief of Police from April 23, 2012 through April 30, 2023.*

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

Chief Panebianco expressed his appreciation for everything everyone had done for him. He noted that unlike in other communities, the members of Council were only concerned with the success of the community. Chief Panebianco advised that he was glad that Lieutenant Jones was selected as his replacement and thanked Town Manager Davis and the Council for hiring him. He noted that the Town staff was a family and thanked them for their support of the Police Department. Chief Panebianco advised that it had been a blessing to have worked in Middleburg.

Mayor Littleton thanked him and noted that he was a part of the community and the Middleburg family.

### **Public Comment**

Megan Gallagher, 214 E. Marshall Street, opined that the C-1 Commercial District had a lot to do with how the residences coexisted with the valued local businesses. She noted that the Planning Commission recently recommended approval of a zoning text amendment that would allow inns as a special use in that district. Ms. Gallagher further noted that the Mt. Defiance Cidery applied to build a twenty-room inn that would be directly across the street from her. She advised that the Comprehensive Plan and the zoning ordinance gave her no indication that a large commercial use would be that close to her new home. Ms. Gallagher suggested the Council plan for a broad level of public engagement during their public hearing on the zoning text amendment.

Pam Curran, 800 Blue Ridge Avenue, asked that the Council consider establishing an architectural control overlay for the R-2 District. She noted that many people wanted to make improvements to their homes, rather than raising them so they could be replaced with McMansions, and opined that an architectural control district would allow a differentiation between those who wanted to construct houses for use as short-term rentals and others who simply wanted to improve their homes. Ms. Curran opined that it would allow the people who cared about Middleburg to maintain control over what was constructed, as well as maintain the Town's historic image.

Liz White, 708 Stonewall Avenue, expressed appreciation for the Council's willingness to look at the options for amending the zoning ordinance and advised that she was in favor of whatever option the Council implemented. She opined that the new homes that were constructed on Sycamore Street had too large a footprint and were incongruent with what she believed the town should look like. She reiterated her appreciation for Council's willingness to address this issue and noted the need for a nice flow of houses that did not take up their entire lots.

### **Action Item**

#### **Council Approval** – Grant Request – Middleburg Community Charter School

Town Manager Davis reported that the Charter School submitted a grant request for \$5,000 to support the recruiting costs for their new Chief of Staff for Operations Financial Manager position. He reminded Council that they previously provided a grant in the amount of \$5,000 to help with the recruiting costs for the Principal. Mr. Davis opined that whether this request fell within the Town's grant policy was a gray area.

Stephen Robinson, Principal of the Charter School, explained that they were asking for a grant to help cover the cost of the Baker Tilly contract. He advised that this was a position that they did not currently have. Mr. Robinson noted that because the school was growing, the position was needed. He reported that they had one hundred fifty children on their wait list and noted that the number was growing. Mr. Robinson explained that they needed to find someone who could help build financial support for the school and ensure things were being done correctly, so he could focus his attention on instruction and leading the school.

Council noted the recent news reports regarding the Loudoun County School Board's concerns and questioned whether they had been remedied.

Vito Germinario, Chair of the Middleburg Community Charter School's Board of Directors, reported that their finances were audited by the Loudoun County Public School System and advised that there was no money missing nor were there any misappropriations. He explained that the issue was how things were reported and advised that they were not reported in the manner the school system wanted. Mr. Germinario reported that this was now being done. He advised that the Charter School hired a forensic accounting firm to review the books to ensure they were in compliance with the school system's requirements. Mr. Germinario reported that the School Board voted to continue the Charter School's probation and advised that the Board of Directors was moving to eliminate any excuses to removing the school from probation.

In response to an inquiry from the Council, Mr. Germinario confirmed the new position would play a significant role in managing the internal controls and ensuring there were no further issues, so the Principal could focus on his job.

In response to inquiries from the Council, Mr. Robinson advised that the other charter school located in the district had a financial technician who handled their finances and noted that he saw a need for a similar position. He reiterated that this new position would also do other things. Mr. Robinson confirmed the other school also had an outside firm that helped with their finances.

In response to inquiries from the Council, Mr. Germinario advised that they would like to have everything done in-house. He explained that because handling the finances was not a full-time position, they wanted to find someone to fill different roles. Mr. Germinario advised that Baker Tilly would prepare a questionnaire for the board members to complete that would help them develop a scope of work for the recruitment process.

Councilmember Pearson noted that The Hill School also had an in-house financial position that also filled other roles. She advised that the problem she had with the request was that it set a precedent for others to ask for grants. Ms. Pearson opined that grants should be for capital items.

Vice Chair Leonard-Morgan questioned whether Baker Tilly was needed for a position of this level or whether there was another way to handle the recruiting. He advised that he was happy to contribute; however, he opined that \$5,000 was excessive. Mr. Leonard-Morgan advised that he could support a \$2,500 grant.

Mr. Germinario advised that they looked for someone to fill this role for some time without success. He further advised that the Board of Directors thought it was worth the money to hire Baker Tilly. Mr. Germinario reiterated that they had one hundred sixty-one students on their wait list and advised that the school needed to grow. He noted that they had aspirations to create a middle school.

*Councilmember Kirk moved, seconded by Councilmember Daly, that Council authorize a \$5,000 grant to the Middleburg Community Charter School to support their recruiting efforts for a Chief of Staff Operations Manager.*

The Council held some discussion on the appropriate amount of the grant.

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

No – Councilmember Pearson

Abstain: N/A

Absent: N/A

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

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## **Staff Reports**

### **March Utilities Report**

Town Manager Davis reported that a contract was signed to install valves on the bottom of the tanks at Well 4 that would allow IES to continue to clear the resin. He noted that this was an intermediate step that would allow the plant to become semi-operational. Mr. Davis reported that earlier in the day, a leaking valve was replaced at Chinn Lane.

Council asked that the comparison charts include thirteen months so they could compare the information for one month to that same month in the prior year.

## Project Status Report

Town Manager Davis reported that weekly meetings were occurring regarding the Marshall Street Water Tower Repainting Project. He further reported that the Charter School approved the schedule and advised that the temporary cell tower would be installed the first week of June. Mr. Davis noted that he would follow up with the residents on the plan. He acknowledged that it was an aggressive schedule and expressed confidence that it was achievable if the contractor could start on time.

Town Manager Davis reported that Painter-Lewis conducted a structural inspection of the Asbury Church in late March and advised that their report was expected in a few weeks. He noted that the staff had not had any success in finding someone to help with the outreach to the community.

Town Manager Davis reported that the South Madison Street Improvement Project was added to the report and advised that EDAC agreed to serve as the lead committee. He reported that a kick-off meeting with Kimley-Horn would be held next week and that the concept plans would be available in three to four weeks. Mr. Davis noted that once they were available, Kimley-Horn would initiate the public engagement.

Council questioned whether the community engagement should occur sooner in order to help determine what the Town wanted to accomplish.

Town Manager Davis reminded Council that there were two considerations – safety and the potential scope of ranges for how the Town would use parameters to manage the project. He suggested the need to give the community examples on which they could offer feedback.

Council suggested the safety concerns would be easy to address. They further suggested that Kimley-Horn and the Council would benefit from hearing input from South Madison Street's current and previous business owners on how to make the street more vibrant. Some of the members advised that they were reticent to go directly to the public with concepts and suggested the need for broader engagement. They noted that a business owner survey could be done quickly.

Town Manager Davis noted that this would add three to four weeks to the timeline.

Mayor Littleton suggested that as to the Asbury Church, it would be good to capture the living history of the church. He asked this be placed on the project status report.

## Consent Agenda

### **A. Council Appointment – Chief Shaun Jones to Bull Run ASAP**

*Councilmember Miller moved, seconded by Councilmember Daly, that Council adopt the consent agenda as proposed.*

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

No – N/A

Abstain: N/A

Absent: N/A

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

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## **Action Item** (continued)

### **Council Approval** – Award of Sole Source Contract – X-Charge

Town Manager Davis reported that X-Charge would provide a DC fast charger at no charge for five years, with an opportunity to continue it for an additional five-year period. He advised that they would be responsible for all maintenance and the Town would be responsible for the cost of the installation, electricity, and security. Mr. Davis reported that they proposed a 50/50 split for the revenues. He advised that the staff had not yet identified the cost to run the electric lines from the transformer to the charging site. Mr. Davis reminded Council that the Town Hall Project included the cost of running power to the transformer. He noted that the Town would need to procure an electrician to pull the lines and install the charger. Mr. Davis recommended the award of the contract if the Council were comfortable doing so. He advised that the staff would return with the cost for pulling the lines. Mr. Davis noted that X-Charge agreed to the Town's standard contract terms and advised that a paragraph was added that would allow the Town to terminate the relationship at no charge if X-Charge did not keep up with their commitment in terms of servicing. He advised that there was no need to do the install now; however, if the Council was comfortable with the contract, the staff could begin the process of getting the electricity to the charging site.

Council inquired as to what was meant by "electric costs". They further asked whether the 50/50 split would provide enough revenue to cover them. It was suggested that the 50/50 split would be after the cost of electricity was covered. Council noted the need to clarify this.

Town Manager Davis advised that he would get the details and bring this item back during a Council meeting.

Council asked that he also get information on the anticipated latent use of the charger.

## **Discussion Items**

### **Dominion Power Franchise Agreement**

Town Manager Davis reported that Loudoun County, Dominion Power, and All Points Broadband were teaming together on a grant project to expand internet service to unserved areas in Western Loudoun County, with Dominion Power running the fiber lines on their power poles. He reminded Council that Dominion Power has a franchise with the Town for electric services; however, fiber was not anticipated in the franchise. Mr. Davis advised that Dominion requested the Town amend the franchise to allow them to (1) run fiber for their own purposes so they could communicate with their own network and (2) sub-lease the fiber to All Points, who would serve as the internet service provider. He reminded Council that several years ago, they approved a franchise with Segra that included a conduit fee and suggested it would be appropriate for Dominion Power to pay such a fee. Mr. Davis noted that Dominion's franchise with the Town expired in a year and a half. He reiterated that Dominion asked that it be amended through an MOU and advised that its renewal would be revisited in a year. Mr. Davis suggested the Council could say it would prefer to look at the entire franchise now; although, he would rather not. He advised that if Council had no objection, he would finalize an amendment of the franchise for their consideration next month. Mr. Davis noted that Dominion had not conceded that it would be subject to a conduit fee; although, he and the Town Attorney were of the opinion that they were for this purpose.

In response to an inquiry from the Council as to whether an MOU would be legally binding, Town Attorney Crim advised that it would be an amendment to the franchise, regardless of what it was called.

Mayor Littleton expressed concern that this was a way for Dominion Power to be the next fiber and 5G backbone provider. He opined that the issue was not about fees. Mr. Littleton questioned whether the Town had any control over the amount of fiber that could be installed on poles. He further questioned whether Dominion would be allowed to install 5G repeaters and antennas on their poles. Mr. Littleton questioned whether the Town needed to do a deep dive before pursuing this further. He recommended the Council not amend the franchise until it had completed a holistic review of what the request meant and noted that once the infrastructure was up, it would be difficult to have it removed. Mr. Littleton advised that Dominion's goals were what made him nervous.

Town Manager Davis noted that as the fiber was run, the utility pole heights may need to increase. He advised Council that the franchise gave the Town the right to review and reject permits to run wire and add poles and advised that the pole locations must be reasonable and convenient.

Mayor Littleton questioned whether antennas could be added to existing utility poles. He opined that telecommunications equipment would be included in the MOU. Mr. Littleton further opined that Dominion was moving into being a cell phone services provider.

Council suggested the need to develop a Town policy identifying its position on what was and was not desired. It was suggested that the Town bring in a telecommunications expert to assist.

In response to an inquiry as to whether Dominion would only be looking to establish 5G service given that Verizon was already looking at 10G, Town Manager Davis advised that Dominion said their fiber backbone would be for internet services. He noted, however, that once established, they would have excess capacity. Mr. Davis suggested the Town could try to limit its use and exclude cell phone services.

Mayor Littleton suggested this item be returned to the Council for further discussion.

In response to an inquiry, Town Manager Davis advised that Dominion wanted an amended agreement to be in place by the Fall so internet services could be rolled out by next year. He noted that their timeline met the goals of All Points and their grant requirements. Mr. Davis opined that the Town could move it forward, while protecting its interests.

#### Revenue Update/Budget Amendments – FY '23

Town Treasurer Staples advised that she provided Council with the cumulative revenues for all three quarters of the current fiscal year. She noted that she also separated them out by quarter. Ms. Staples reminded Council that revenues were generally slow in the third quarter and advised that the reduction was more significant this year. She noted that she anticipated they would rebound by the end of the fiscal year. Ms. Staples reported that overall, revenues were higher than projected and budgeted.

Town Manager Davis advised Council that the GDP did not grow as strong as was expected and noted that consumer growth was only 3.7%. He opined that business was softening. Mr. Davis advised that many people believed a recession was on the horizon. He reminded Council that the financial policy prepared the Town should this occur.

Mayor Littleton reminded Council that in 2009-2010, luxury tourism fell by 50%. He questioned whether the Council should pick something to benchmark against.

Town Manager Davis reminded Council that the Chmura study that was done a few years ago ran scenarios and advised that it showed the Town's finances would recover in three years in all cases. He further reminded them that this was what led to the current financial reserve policy. Mr. Davis opined that the Town was well prepared should a recession occur.

#### Proposed FY '24 Budget

Town Manager Davis advised that he had nothing new to report. He reminded Council that the public hearings on the budget and the setting of the water and sewer rates were scheduled for May 11<sup>th</sup> and that the appropriations ordinance was scheduled for adoption on May 25<sup>th</sup>. Mr. Davis noted that the adoption date could be pushed back if needed.

Council advised that they had no questions about the proposed budget.

## Review of R-2 Zoning Text Amendment Options

Deputy Town Manager Moore reviewed the history of this item and advised that he prepared some options for the Council's consideration. He reminded the members that the plan was for them to determine the path they wished to pursue during their next meeting. Mr. Moore reviewed the options that could affect the change that was discussed during Council's strategic planning retreat. He advised that the first option was to work within the existing regulatory framework by looking at the lot coverage, building height and side yard setback requirements, which could be adjusted to influence changes in the R-2 District. Mr. Moore advised that the second option involved the introduction of new regulations that would consist of establishing floor-to-area ratios (FAR) and noted that this would address the concerns related to affordability of housing. He suggested that if the Council wanted to limit houses to being one-story, they could allow basements, which would then allow for two stories. Mr. Moore noted that most new homes now contained finished basements. He suggested this would allow for a 50% multiplier on the floor area. Mr. Moore recommended that if the Council wished to pursue this, they do so in combination with the first option. He advised that the third option was to establish an architectural control district that would lie outside of the Historic District. Mr. Moore noted that this would extend the timeline for the work plan established by the Council and would be costly. He expressed concern about the staffing of the associated review board for this option.

Council noted the lack of a front yard for the new homes that were constructed on Sycamore Street and suggested this also needed to be considered. They suggested the need to look at both the front and rear yard setback regulations.

In response to an inquiry from the Council, Deputy Town Manager Moore advised that Option 1A would address areas that were under roof only.

Mayor Littleton noted that the staff was looking for direction. He opined that there were a number of options that would get the Town to where the Council wanted to be. Mr. Littleton suggested it would be helpful for the Council to have information from a jurisdiction that already had an architectural control district so they could see how complex that option would be. He opined that establishing a FAR was a great concept; however, it would be new for Middleburg. Mr. Littleton noted the need to understand it. He opined that the Town would be allowed to establish different FAR computations and suggested that if a property owner built a basement, it could count as less, which would create an incentive for different behavior.

Council held some discussion of the proposed options they wished to pursue. Mayor Littleton summarized that the staff should move forward with Options 1 and 2 and provide additional information on Option 3.

In response to an inquiry from Council, Deputy Town Manager Moore advised that he had enough guidance and opined that none of the options were dead. He advised the staff would proceed with the work plan. Mr. Moore advised Council that if they wished to pursue the architectural control district, it would add time to the work plan.

Town Manager Davis advised Council that the staff would get information from The Berkley Group on the time and cost for pursuing Option 3 (architectural control district).

In response to a comment from the Council about engaging the stakeholders first, Deputy Town Manager Moore opined that people would struggle if there were no proposals to discuss. He suggested the public input process start with specifics so people would have something on which to comment. Mr. Moore reminded Council that they would hold a joint meeting with the Planning Commission to determine whether they wished to continue down their proposed path or go in a different direction.

Town Manager Davis reminded Council of the plan to solicit public input before the formal public hearings were held.

In response to an inquiry from the Council, Deputy Town Manager Moore advised that he gave Council a chart that provided an idea of what size home would be achievable on different sized lots under the FAR option.

Town Manager Davis noted that .4 was the standard, modest density. He further noted that Loudoun County's ratio was .6. Mr. Davis advised that there was no precedent and suggested the Town work backward to identify what the preferred ratio would be for Middleburg.

### **Information Items**

#### **Loudoun Together Summit Follow-Up**

Mayor Littleton reported that he continued to receive good feedback from the summit and would be giving briefings on his Transfer of Development Rights presentation to people and organizations.

#### **Police Chief Promotion Ceremony**

Town Manager Davis announced that a ceremony would be held on the promotion of Shaun Jones to Police Chief on May 3<sup>rd</sup> at the Middleburg American Legion.

### **Closed Session**

*Councilmember Miller moved, seconded by Councilmember Daly, that Council go into closed session as authorized under Section 2.2-3711 of the Code of Virginia, for (1) consultation with legal counsel retained by the public body regarding specific legal matters requiring the legal advice of such counsel related to the Town Hall Project contract as allowed under Subsection (A)(8); (2) the discussion or consideration of the acquisition of real property located within the town limits for a public purpose as allowed under Subsection (A)(3); and (3) the discussion of plans to protect public safety as it relates to specific cybersecurity threats or vulnerabilities and briefings by staff members and legal counsel concerning actions taken to respond to such matters or a related threat to public safety as allowed under Subsection (A)(19). Councilmember Miller further moved, seconded by Councilmember Daly, that the Council thereafter reconvene in open session for action as appropriate.*

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

No – N/A

Abstain: N/A

Absent: N/A

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

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

There being no further business, Mayor Littleton declared the meeting adjourned at 8:50 p.m.



APPROVED:

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Trowbridge M. Littleton, MAYOR

ATTEST:

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Rhonda S. North, MMC, Town Clerk

## April 27, 2023 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 call the meeting to order. First item is the Pledge of Allegiance.

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

**Bridge Littleton:** Great. Okay. Next item is Roll Call.

**Chris Bernard:** Chris Bernard.

**Bud Jacobs:** Bud Jacobs.

**Philip Miller:** Philip Miller.

**Darlene Kirk:** Darlene Kirk.

**Bridge Littleton:** Bridge Littleton.

**Cindy Pearson:** Cindy Pearson.

**J Kevin Daly:** John Kevin Daly.

**Rhonda North:** Rhonda North, Town Clerk.

**Danny Davis:** Danny Davis, Town Manager.

**Bridge Littleton:** Peter.

**Peter Leonard-Morgan:** Peter Leonard-Morgan calling in remotely from close to Bethany Beach I'm on vacation.

**J Kevin Daly:** [off mic] what's that?

**Bridge Littleton:** Okay. What's that? Oh, sorry.

**Audrey Attorney:** My name is Audrey. I'm an attorney with [off mic][inaudible]

**Danny Davis:** She's for the closed session.

**Bridge Littleton:** Oh, okay. [off mic] Okay. Next item here is special recognition. A resolution of appreciation. You all may have heard of this guy. So. All right, so this is a resolution of appreciation for our dearly departing Chief, A.J. Panebianco. So first I want to say thanks to the staff, especially Rhonda and everybody else, for all their hard work putting together a fantastic retirement party for A.J. Last week. It was amazing. Rhonda, as always, the queen of themes did a fantastic job decking it out. I almost started gambling with the poker chips on the cake, and I want to say we probably had close to 200 people there, and it really, really showed the overwhelming support that AJ has had in his tenure as our Police Chief throughout this week. I mean, people have been stopping me, you know, making comments and and sharing stories about how special A.J. is to them and how much they're going to miss him as he totters off into

antiquity. But also commenting on how excited they are for Shaun to be stepping into his shoes. And everybody has said to me, you know, they've Shaun has got some really big shoes to follow or to fill. And I said, Well, actually Shaun's foot is twice the size of A.J.'s, so I think he'll do I think he'll glide into it with ease. So and interestingly enough, we had the retirement party for A.J. but had not yet actually done an official resolution of appreciation for what he has meant to this community and for all of his service. So this is now that time to officially put A.J. into our Hall of Fame, as it were. So let me read the.

**Darlene Kirk:** Do we move first?

**Bridge Littleton:** What's that?

**Darlene Kirk:** Do we make a motion first?

**Bridge Littleton:** No, I got to read it first. I'm going to read it first. So resolution of appreciation for Anthony J. A.J. Panebianco service as Middleburg Police Chief. Whereas Anthony A.J. Panebianco was hired as the Police Chief for the Town of Middleburg effective April 23rd, 2012. And whereas, Chief A.J. genuinely cared about the community and always went out of his way to make sure it was protected. And whereas, Chief A.J. quickly became a dear friend of many and will always be a part of our community. And Whereas, Chief A.J. managed the transition of the Middleburg Police Department to a 24 by 7 department, providing round the clock coverage in the town for the protection of the town residents, businesses and visitors. And whereas, during his tenure, Chief A.J. established National Night Out in Middleburg, for which the police department received an award for top event in the nation for population under 5,000 from the National Night Out organization in 2015 established an oath of honor for all new police officers in addition to the oath of office they were required to take by law in which the officers make a pledge to the community and embraced and encouraged the community policing culture in the police department, which included strengthening their connection to residents, businesses and the local schools. Establish a safety patrol program at the Middleburg Community Charter School, participated in the Middleburg Community Charter School's anti-bullying video, for which the school won a national anti-bullying contest award, established a social media presence for the police department on Facebook, unlike nobody else, [laughter] which expanded communications with residents and visitors, created the department's first web page and automated the department's ticketing program. And whereas, Chief A.J. implemented implemented significant safety measures for the town's major events, including the Christmas in Middleburg Parade with the express purpose of keeping residents and visitors safe from harm when thousands of persons visited the town. And whereas, Chief A.J. was an integral member of the design team for the new town hall, ensuring that the police department will serve the public to the best of its ability while also implementing proper security measures in accordance with best practices. And Whereas, in addition, Chief A.J. served as the President of the Virginia Association of Chiefs of Police in 2021 to 2022, a position normally held by police chiefs from larger jurisdictions and Chief A.J. has mentored countless officers and chiefs across the Commonwealth to promote the profession and enhance standards of policing. And Whereas, Chief A.J. has served in law enforcement since 1988. I was just in first grade. With an exemplary career, an exemplary career over those 35 years. And Whereas, Chief A.J. is retiring from the town of Middleburg effective May 1st, 2023. And. Whereas, Chief A.J. demonstrated extraordinary professional and personal dedication to the Town of Middleburg during his tenure and will be greatly missed by residents, business owners, visitors, staff and Council. And Whereas, the Middleburg Town Council deem it appropriate to express its earnest and heartfelt gratitude to Chief A.J. for his exceptional service to the town for the past 11 years. Now, therefore, be it resolved that the Mayor and Members of the Town Council hereby recognize and express our sincere appreciation to Anthony A.J. Panebianco for his exemplary service to the town of Middleburg from April 23rd, 2012 through April 30th, 2023, as Middleburg's Police Chief and express our profound thanks to him and hope for his continued for his continued success in the next steps of his life. A.J. [applause].

**Chris Bernard:** Okay. I got a motion for you. [off mic]

**Bridge Littleton:** I think Kevin wants this motion.

**Chris Bernard:** He says he's going to second it.

**J Kevin Daly:** I move that Council adopt a resolution expressing its appreciation to A.J. Panebianco for his service as Middleburg's Chief of Police from April 23rd, 2012 through April 30th, 2023.

**Darlene Kirk:** Second.

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

**All of Council:** Aye.

**Bridge Littleton:** Opposed. Abstentions. It barely passed. [laughter] A.J. come on up. Now, guess what? You can't take pictures. I know, but I bet you're going to hand your camera to somebody. [laughter] Danny?

**A.J. Panebianco:** Shaun's going to do it.

**A.J. Panebianco:** All right. Danny or somebody?

**Bridge Littleton:** Yeah. Are you going to turn over the password to the Facebook page?

**A.J. Panebianco:** I already did.

**Bridge Littleton:** Oh.

**A.J. Panebianco:** Thank you.

**Danny Davis:** One more.

**A.J. Panebianco:** Oh.

**Danny Davis:** One, two. Awesome. Thank you.

**Bridge Littleton:** A.J. Thank you, brother. [applause].

**A.J. Panebianco:** I know it's customary that you speak, and I'm an introvert, so I don't speak much. Hold on.

**Bridge Littleton:** Let me get [off mic].

**A.J. Panebianco:** [multiple speakers] Get the sand timer. I said most of what I needed to say the other day, and I greatly appreciate everything everybody has done. I sit up here and Darlene was on the Council that hired me. Philip probably was my first friend in Middleburg. We by location he was right above me in Highcliffe Clothiers. And so we would often take time just to talk right there outside the PD. Cindy was part of the family here at the time because she worked and.

**Cindy Pearson:** At the town hall.

**A.J. Panebianco:** At town hall and was actually part of what helped make most of our Christmas, our National Night Out successful because we did some things through her because we didn't really have the contacts when I first got here. So it was really good to get that done. Each member of Council and I would have to name every member of Council that has been a part of this, of this community since the day I was hired. Because and I was talking to Danny the other day and we were talking about and actually I talked to Bridge today, too, and we literally have not had a bad Council for this community, unlike some other jurisdictions that will remain nameless. And there's many of them where Councils fight and argue. Truly everybody on this Council since the day that I arrived here, I was thoroughly impressed with how the only thing they're concerned about is what's good for Middleburg and if Middleburg is successful, it's because of that. It's that we are a family fighting for one thing, and that is for Middleburg to prosper. So as things go forward and as Shaun takes the helm and I'm certainly glad that Shaun is he was my pick and certainly was tickled that that's going to happen. I

said this at the party. Often you spend a career or a time as a Chief and you're building a community and you're fearful for when you leave. Will it survive? And I am confident that Shaun has a plan to make this go forward. So thank you, guys, and thank you, Danny, for making that hire because it makes me feel much better. Not that somebody may not have been able to do a job, but I know Shaun can. So I'm very happy with that and want to thank all the employees. It is literally a family and you know, from Colleen to Estee to Rhonda to Tina to Will. Will's the extrovert of the group. But and everybody in between. All of them. Tim Cole is part of the PD family because we work so closely together. But everybody that works here has made an impact on me and I appreciate it. So thank each of you and thank all of you for the support that you've given to the police department. And I know that that support will continue. Mr. Daly is in our department nearly every day and which is refreshing because there's an interest. He's our Council liaison. He comes in and sometimes he just comes in and say, hey, sometimes he comes in and brings coffee. Sometimes he comes in just to cut a joke or two and leave. But it lets us know that we are not forgotten. So thank you guys so much. This is going on my brag wall in my new office, which I'm got everything sitting in the floor right now. But I did paint the room the other day, so it's just about ready.

**Chris Bernard:** [off mic]

**A.J. Panebianco:** Yeah, exactly. I might have to take it to the man cave in the basement, so. But it's such a blessing to have been here. I can honestly say 35 years of policing. I have loved the overwhelming majority of it, but I have loved nothing better than I've loved Middleburg. So thank you. [applause]

**Bridge Littleton:** A.J. Thanks. We're going to miss you like a heart attack.

**A.J. Panebianco:** I know. I know. So you're saying it's going to be painful that I'm gone?

**Bridge Littleton:** That didn't come out the right way. I just thought about that. No, and I said it when we had lunch today. You know, even though you don't live here, you are a part of this community and you are a part of this family. And you will always be till the day you die. And, you know, our doors and our hearts are always open to you. If there's anything you ever need, you need only ask anybody in this community and they'll do anything for you. And, you know, that's the legacy you've left us with. So we owe you the world. Thanks. Okay. Next item real quickly, is I'm going to jump one thing around here, to. Well. Oh, no, wait. I'm sorry. We'll do public comment first and then we'll do the charter school application. So at this point, we will open the public comment. If anybody would like to speak to Town Council on any matter, you have three minutes. Give us your name, address and the floor is yours. Would anybody like to address Town Council?

**Rhonda North:** Mr. Mayor I do have someone signed up to speak.

**Bridge Littleton:** Okay.

**Rhonda North:** Megan Gallagher.

**Bridge Littleton:** Ms. Gallagher. By all means, you're first. You live in that real rough part of neighborhood.

**Megan Gallagher:** I do? Yeah. Hi, I'm Megan Gallagher. I live at 214 East Marshall Street. And I have to start with a shout out to Rhonda and Will, who have made participation in local government easy. I had so much fun at the Planning Commission Monday night. I just thought I needed to come back and spend a little more time with you all. [off mic] Three hearings and I wanted to tell you my story and make a request. And the first is that I do love where I live, and I've been here a very long time because when my mother moved four kids and four dogs to Middleburg, we had to live in a cottage at the Red Fox for three months while the farm was being renovated. And now, 60 years later, I knew I'd end up in town and I got very, very lucky to find the townhouse with a little garden in the densest neighborhood in Middleburg perhaps the most charming. I wanted you to know that every day I have met my neighbors, dog walkers, little toddlers who grow up to ride their first bikes. A tiny kid who's now making his first walks. Neighbors from my old hood out in the farm are now living in the neighborhood. So it's been really a wonderful transition. And I would say that the existing C-1 zoning has a lot to do with how our community character coexists with some really valued local businesses.

Loudoun Construction, Native Bar, A Place to Be. They are coexisting and compatible with our community as it's written now. But as you know, the Planning Commission this week approved a zoning text amendment for an Inn as a Special Use Exception in the C-1 district and Mount Defiance Cidery would like to build a 20 room in a restaurant on the district's border, which is directly across from my new home. That project is the maximum size allowed in currently in your commercial core. So it could end up in a district that's meant to serve as that transition to residential and I'm sorry glasses. And in our neighborhood of 100 dwellings, neither the Comp Plan nor the current zoning ordinance gave me any indication that and Inn almost the size of the Red Fox could end up at my doorstep, I might not have bought or renovated if I'd known a super-sized land use could come here. So the zoning text amendment is headed your way. My request tonight is that the Council plan for broad public engagement, especially with my neighborhood and its residents, as you address this proposed zoning change. Thank you.

**Bridge Littleton:** Thank you, Ms. Gallagher.

**Megan Gallagher:** 18 seconds left.

**Bridge Littleton:** Wow.

**Megan Gallagher:** Thank you very much.

**Bridge Littleton:** You practiced?

**Megan Gallagher:** Of course.

**Bridge Littleton:** Would anyone else like to address Council? Going once. Going twice. [multiple speakers]

**Pam Curran:** Oh, [off mic] I know. I didn't know if she was going to read them or throw them.

**Bridge Littleton:** Hello, Pam.

**Pam Curran:** Hello, Mayor Littleton Littleton. Pam Curran, 800 Blue Ridge Avenue. So this is quick. I just wanted to ask out of the three options related to the R2 district that we consider the establishment of the Architectural Control Board and I don't know, I read that it was too expensive and maybe we didn't have the expertise. But what I just wanted to encourage is there are many of us that want to make improvements to our home, not sell them or have them torn down and have McMansions built, that kind of thing. So I thought maybe without knowing all the details on the control board, that that would allow us to differentiate between people that want to do Airbnb's and those of us that just want to improve our home and not have too many, you know, the height and the setbacks and everything make it restrictive. I might want to put a pool and a pickleball court in someday, who knows. But that was just something I thought would allow the people that care most about Middleburg to control and maintain the historic image that we want. And that's it. That's all. Thank you for your time.

**Bridge Littleton:** Thank you, Pam.

**Pam Curran:** You're welcome.

**Bridge Littleton:** Okay. Anybody else wish to? Yes, ma'am.

**Liz White:** Sorry. Hi, I'm Liz White. I live at 708 Stonewall Avenue, and I want to appreciate all the amendment that you're going to look at the three options for the zoning. I come from two wonderful residential communities that were historic, like Middleburg. And I want to say that one of the things that they really tried to preserve is the integrity of the town and what draws people to Middleburg. So I'm for whatever you decide to implement. And I think looking at Sycamore and the two houses that were built there where they're larger than what I call the footprint of the lot seem to be incongruent to what I think our town should look at. So one of the things I really appreciate is that you're willing to address those issues and concerns so that it has some kind of a nice flow of houses as you go down the streets. And that's

what people come here and walk around and appreciate that sense of family-ness and without a house taking the entire footprint of that lot. So thank you so much for having that in place as you discuss it later.

**Bridge Littleton:** Thank you. Thank you very much. Would anybody else like to address Council? Sir. Okay. What? [off mic] Rhonda, we're not doing online anymore.

**Rhonda North:** We do have a gentleman on the phone. Okay. The gentleman on the Uber conference line. If you'd like to speak, could you send me a chat or raise your hand or do something to let me know you'd like to speak? No, nothing.

**Bridge Littleton:** Okay. We will close the public comment session and move on to the next item. Like I said, I'm going to move this up just so those folks can go. It is. Where is it? There we go. All right. The grant request from the Middleburg Community Charter School for grant support or grant support request. So, Stephen, Vito, it's up to you guys.

**Stephen Robinson:** Sure.

**Danny Davis:** Would you like me to intro?

**Bridge Littleton:** Yeah, if you don't mind. Oh, that's right. Ali is not here.

**Danny Davis:** Yeah, Ali is not able to be here. So thank you, Mr. Mayor and Council Members. As discussed briefly at the last meeting, the charter school has submitted a request. Since that time, we did receive a formal and complete grant request after our last meeting, we went back into a little historic research just to confirm and the Council the last time this came up, when the charter school recruited for Stephen's position, the Town Council provided a \$5,000 grant to the charter school at that point. So we wanted to clarify that for Council based on the prior discussion and then the request coming from the charter school this time matches that amount. So it's a \$5,000 request to support their efforts. We reviewed it in accordance with the information provided, whether it strictly falls within the policy of events and all that kind of is a bit of a gray area. But we, knowing that you had already had this conversation, wanted to bring it directly to the Council for consideration. So with that, we can turn it over to Mr. Robinson.

**Stephen Robinson:** All right. Excellent. Good evening. Town Council. Again, I just want to say thank you also to Chief A.J. as he's been a major component of our school since I came on board as well as before I came here. And thank you for all your support, Chief, and look forward to working with Shaun as we already have done in the past few years as well. And he's been fantastic and our kids definitely know him. So what we're here to ask for is a grant for our school to solicit the support of a Baker Tilly partnerships which actually is an outreach to go ahead and look for and solicit applicants for a position at our school for the position of Chief of Staff for Operations Financial Manager. Currently at our school we do not have that position on site. It kind of falls all under my arms as an individual and doing everything from instruction to outreach to everything. And as our school has discussed at length, the need is there as we're growing and looking to grow further and further into the community with our numbers. Currently we have a full slate of scholars at our school. We have a waitlist of over 150 scholars as well, and it's still growing. So our school has definitely grown and is definitely becoming more and more involved in our community and it's our desire to definitely go ahead and submit an application for that, to find a person who can come into our school, work myself, to continue to build our financial supports in place and ensure that we are doing things sufficiently and also doing things correctly as well, and allow me to kind of continue what I do best as far as instructional leading, as well as outreach to our school community as well. I'm not sure if you want me to ask any questions at all, but it's kind of just the gist as far as what our request is for.

**Bridge Littleton:** Any questions for Stephen or actually real quick Vito, did you have anything you wanted to add or? Okay. Vito is the Chair of the board, so. Okay. Any questions for Stephen? Bud.

**Bud Jacobs:** I was following a little bit in the press. The I guess, criticisms that the school board directed at you guys. And it wasn't really clear what was at stake or what the issue was. I talked to the Mayor and got a sort of top level description of what you guys were hit for and what you're doing. My question is, has that problem been remedied or does its resolution depend on you getting a CFO?

**Vito Germinario:** Stephen, why don't you let me.

**Stephen Robinson:** Okay, go ahead. Go ahead. Yeah, sure. [off mic]

**Vito Germinario:** Go ahead. Is it okay, Mr. Mayor?

**Bridge Littleton:** Sure. Please. Absolutely.

**Vito Germinario:** Okay. My name.

**J Kevin Daly:** You could bring a second chair up to the table.

**Stephen Robinson:** We can do that. Okay. [multiple speakers] share the spotlight.

**Vito Germinario:** I don't want to breach protocol.

**Bridge Littleton:** Oh, no. This is Middleburg. It's not possible. [laughter]

**J Kevin Daly:** He said protocol.[laughter]

**Vito Germinario:** I was trying to be polite.

**Bridge Littleton:** We can't spell it.

**Vito Germinario:** My name is Vito Germinario. I lived in Middleburg from 2007 till 2020 until Peter sold us a beautiful house in Bluemont. I was reluctant to leave Middleburg and my heart is still here. And I wished I lived in my house now, but I don't. So I am the Chairman of the Board of the Middleburg Community Charter School. I don't have any of my own children. I have 13 nieces and nephews and at least 350 little kids that call me Uncle Vito, and I take being an uncle very seriously, so much so that if I could figure out a way to make a living by being an uncle, that's what I would do. I'd be a professional uncle. So to answer your question, Mr. Jacobs, we have gone through a series of audits by LCPS and just the 30,000 foot view, nothing egregious was found. There was no money missing, no misappropriations. What it breaks down to, from my perspective and the five other auditors that I have talked through throughout the country is reporting, how it was reported, what was missing. We did not report all of our things up on QuickBooks the way LCPS wanted it to be. So we are in the process of doing that. We had a recovery plan, for lack of a better term, or an action plan that we were given back in January, and we have addressed each one of those issues. In addition, we have hired a forensic accounting firm to come in and review all of our books and make sure from their perspective that we are in 100% compliance with LCPS. So basically what we want to do is take away any reason that they may have to continue this further. And I spoke with our auditor, forensic auditor this morning, and he's working diligently on that. We expect that well, Tuesday night, I guess there was a vote as to whether to continue probation or not to bring it back to committee and have it work. And the split was 5 to 4. We can as to why, but I won't discuss that. But we are moving forward and we're going to take all the excuses away, dot all the i's, cross all the t's and be 100% compliant prior to the next audit.

**Bud Jacobs:** Thank you.

**Vito Germinario:** You're welcome.

**Bridge Littleton:** Any other questions for? Chris.

**Chris Bernard:** Yeah, just to piggyback a little bit on what or maybe get down to what you were asking. So the role of this new position, I imagine, is going to play a significant part in managing your controls and processes and all that stuff.



**Vito Germinario:** So, what I would like to see, what we would like to see as the Board excuse me, is sort of a Chief of Staff, Vice Principal Accounting Manager, all kind of wrapped up into one. We have an outside bookkeeper that we are working with. We want an internal control over each one of those invoices and each accounting issue. We want that. We're going to keep our auditor on retainer to make sure that we are doing that on a monthly basis. So he'll come in and review everything to make sure that there are no further issues. And, you know, I cannot sit here and tell you that we didn't have issues. But the issues that we had were not anything that was monumental. They were all, again, reporting issues. This wasn't where it was supposed to be. We were supposed to have two signatures. We only had one. Again issues, but nothing egregious. So this person, this new hire that we're anxiously waiting to get will help us resolve each one of those issues will take Stephen somewhat out of the weeds that he's had to be in and give Stephen the opportunity to do what he does better than anybody else.

**Bridge Littleton:** Any questions? Cindy.

**Cindy Pearson:** So what do the other charter schools do for this position that you want to hire? Do they have this type of position or?

**Stephen Robinson:** Sure. I can take that as well. So I know there's one other charter school. I think you look at. I'll get closer. We have one other charter school in our district that's very similar in size. And currently they have a financial technician, they would call it on site who would do a lot of that work as well as different other positions. So they do have a kind of a role for that at their school that kind of oversees on site all the bookkeeping, all the things that come in and out, the money that comes in and out and all of that. So for us, we've had that since I came on board. And then of course, COVID hit and things kind of, you know, as far as things have happened. And so we saw a need for that. So it would be something very similar that any other school would have even within the district, either in smaller schools or within the county. They have a position that's like that as well that would serve. Now for us we look to actually have that person do other things as well besides just the financial aspect, because I don't think that would take the entire, you know, eight hours per day to do all the work. That's why that person would have other positions in the school that would support our needs as well. But yes, every school, especially other charter schools, have positions that are very similar.

**Cindy Pearson:** And you say that that other person oversees the accounting. So do they have someone else that does quote the bookkeeping accounting in house or out?

**Stephen Robinson:** I believe the one that I'm aware of has one that's out of the school. So they communicate and kind of ensure that things are taken care of as far as payroll and whatnot.

**Cindy Pearson:** You don't. Do you have the ability to bring that accounting person in part time or whatever is needed instead of having it out to have everything under the roof?

**Stephen Robinson:** That's something that our board would like to definitely discuss and figure out as far as what would suit our needs best.

**Vito Germinario:** We would certainly like to have this person on site all the time because then things are a whole lot simpler. So if we can find that person to do all those three things, we'll be blessed.

**Cindy Pearson:** But the person that you want to hire wouldn't just do the accounting or the bookkeeping. That's way beyond. That would be a waste of their time.

**Vito Germinario:** Again, it's not a full time position. We couldn't justify bringing a bookkeeper in to sit there because it's probably a day and a half or two days. So we're trying to find someone who will fill a few different positions and do a few different things. But the accounting is a very important part for us. And part of the Baker Tilly process is they have prepared a questionnaire that each one of our board members will receive tomorrow. I think with different things, different questions. What do you want this person to do? So they'll compile that and then come up with a final scope of work, for lack of a better term, and then go after that person.

**Cindy Pearson:** This makes a hill of beans. But back in the day, Hill School did not have their accounting in house and that's when I went to work there many years ago. We brought it in house and then they brought in an assistant headmaster and many people to fill these positions. And you were not just given the one position you did I mean, you were a substitute teacher, you were a nurse. You were whatever was pulled out of the hat to be. So I get it. I get what you're trying to do. I'll say it at this time. The only thing I have a problem with, with what you're asking for, for the funds, I don't. I think you need it. But it's kind of a setting a precedence that other people can come and ask for these type of funds too. So I'm thinking the funds should be used more like if you're heat goes down and you don't have, you know, a way to do that. But these are just my thoughts on that. I'm glad to hear other thoughts. And, you know, I have no problem having my mind changed, but just wanted to say that.

**Bridge Littleton:** Anybody have any other questions? Peter.

**Peter Leonard-Morgan:** Thank you very much. And Stephen and Vito sorry, I'm not there to see you personally, but thanks for coming in today. My question was, I remember when we were all looking to find a new principal and hiring Baker Tilly, I think it was Baker Tilly or a professional firm seemed like the right thing to do for that. But this level of position, which I'm not, you know, demeaning it, I would have thought an expenditure of \$27,000 seems rather excessive. And isn't there another way to do this, such as even ZipRecruiter or something like that, where you can get plenty of, I would hope candidates and analyze them as a group and then the expenditure would be far less. As for our contribution, I'm happy to vote to contribute something. I feel \$5,000 is a bit excessive. Personally, I think \$2,500 would be more in line with this or [inaudible] request, but I'd love to hear your thoughts on that. Thank you.

**Vito Germinario:** Well, given the scrutiny that we were under and continue to be under, we wanted to find this person expeditiously. We've been looking for this person for quite some time and have not been successful in doing so. So we felt that the expenditure and the board has completely approved this. We felt that the expenditure was well worth it to find the right person so we can continue. We have aspirations of growing both horizontally and vertically. We have a need for additional space. We have a need for a need to be able to help more of our scholars. As Stephen said, we have a full complement of 143 scholars right now. And last the last number that I heard was 161 potential scholars on our waiting list. So there's a need for our school to continue to grow. And we want to do that. We also have aspirations at some point to create a middle school.

**Cindy Pearson:** Yeah, the five four vote that you said they had, was it five that you're okay and four? I didn't get the.

**Vito Germinario:** Five to go to probation and four not to.

**Bridge Littleton:** Any other questions?

**Darlene Kirk:** I'll make a motion if anybody wants me to.

**Bridge Littleton:** Sure. I mean, unless I mean, Vito or Stephen anything else you all want to add?

**Stephen Robinson:** No.

**Bridge Littleton:** Okay.

**Vito Germinario:** Thank you for your time, by the way.

**Bridge Littleton:** Yeah, thanks.

**Darlene Kirk:** I move that the Town Council authorize a \$5,000 grant to the Middleburg Community Charter School to support the recruiting efforts for a Chief of Staff Operations Manager.

**J Kevin Daly:** Second.

**Bridge Littleton:** So I know Peter had some thoughts and he has some thoughts. Is there any other discussion?

**Peter Leonard-Morgan:** I'd like to ask [inaudible] are there any other thoughts about level of contribution or am I the only outlier?

**J Kevin Daly:** I might be the opposite outlier. I was going to ask, is \$5,000 enough? I'm a firm believer in education. Mr. Jefferson, Thomas Jefferson once said, America has an aristocracy based upon ability because we have a democracy of opportunity. I don't want to see the charter school, which has started off great Bang we're all very proud of the charter school here in Middleburg hit a stumbling block because of finance. And from listening to you, it seems like the biggest hurdle is the expertise of knowing, Oh, it takes two signatures or this dot should be a crossed t, not an x, y, z. Having someone come in and it sounds like it's not an easy position to fill. It's not just to be someone to take care of the finances. But as was mentioned before, this individual is going to be the Vice Principal. He's also going to probably be a substitute teacher or teacher, for that matter, if you intend to continue to grow. So I'm firmly behind any opportunity to provide support to our charter school. Thank you.

**Bridge Littleton:** Yeah, Darlene.

**Darlene Kirk:** I'm not going to be as wordy as Kevin, but I agree. I was thinking higher, too. But I made the motion and it's been seconded. We have to vote, so.

**Bridge Littleton:** Yeah, so we can vote or if there's an amendment.

**Chris Bernard:** I was going to say I think. I think five is appropriate. I agree, Peter it feels maybe a little high, but I do agree with Kevin and Darlene. It's an important thing. Okay. And we have to vote on it. So I think we should just do it.

**Bridge Littleton:** Okay.

**Chris Bernard:** [off mic] Well, that's fine.

**Bridge Littleton:** I mean, anybody can make a friendly amendment if they want. [multiple speakers] Well, no, but just I mean, you know, I want to make sure, too, that I mean, I know Peter's got some concerns and he's got some concerns. I know there's other folks who like to go up and maybe the meeting in the middle is five.

**Chris Bernard:** They asked for five.

**Bridge Littleton:** Well, right. True. Fair point. So and you know, everybody feel free to vote however you feel so. Well, no, I mean, it's just. [laughter] Well, this is grant requests are hard, right? I mean, you want everybody to succeed, but we don't have endless pots of money for everything.

**Chris Bernard:** At the last meeting I was concerned that we were starting to go like, oh, do we pay for the whole thing? I think five is reasonable.

**Bridge Littleton:** Okay. I tell you what. So we'll do a vote on this and just see where we land, so. All right. you got to do a roll call. All right. Rhonda, over to you.

**Rhonda North:** Vice Mayor Leonard-Morgan.

**Peter Leonard-Morgan:** Yes.

**Rhonda North:** Council Member Bernard.

**Chris Bernard:** Aye.

**Rhonda North:** Council Member Daly.

**J Kevin Daly:** Aye.

**Rhonda North:** Council Member Jacobs.

**Bud Jacobs:** Aye.

**Rhonda North:** Council Member Kirk.

**Darlene Kirk:** Yes.

**Rhonda North:** Council Member Miller.

**Philip Miller:** Yes.

**Rhonda North:** Council Member Pearson.

**Cindy Pearson:** With all due respect, I'm going to say nay.

**Bridge Littleton:** Okay. Thank you. Motion passes. Thank you all very much. And good luck with the hire. I mean, I know it's a really, really important position. It's been like a unicorn trying to find it so.

**Stephen Robinson:** We'll be sure to bring that person or at least to have that person brought to your attention as well.

**Bridge Littleton:** That'd be great. Yeah.

**Stephen Robinson:** Absolutely. When we get that person.

**Chris Bernard:** Make it count.

**Stephen Robinson:** Absolutely. Thank you. All right. Thank you so much, guys.

**Vito Germinario:** Appreciate your time.

**Bridge Littleton:** All right, next items here, staff reports. Stuart, are you online?

**Rhonda North:** He is not.

**Bridge Littleton:** Oh. Whoa. Well, no paying IES this month.

**Chris Bernard:** Guess he's here.

**Bridge Littleton:** Yeah, I was going to say I don't see him. Danny, do you want to cover it?

**Danny Davis:** Just briefly. Things continue to run well. We have authorized a contract and provided deposit payment for the well four plant to work on putting in valves, flanges essentially at the bottom of the tanks to clear out any of the potential resin that remains there that continues to be the bane of our existence. And hopefully that is one step. It's not the final step, but it's an intermediate step for us to get the plant at least semi operational. So we continue to make a number of different steps towards that. I will also add that they were down at Chinn Lane today repairing a valve that had been slowly leaking. Thank you to the residents of Chinn Lane for their patience as water service was cut off for about two hours or so. But it got repaired and as far as I know, everything is up and running without any problems. So we continue to work on a number of different projects, but we are rocking and rolling.

**Bridge Littleton:** Any questions for Danny? Yes, ma'am.

**Cindy Pearson:** I just have one quick thing. I don't do charts, but when I do finally look at them and you want to compare March to March, March of last year isn't there anymore because they only have 12 months on the. So I can't compare March to March.

**Danny Davis:** So 13 months?

**Cindy Pearson:** Yeah.

**Danny Davis:** Sure.

**Cindy Pearson:** Thank you.

**Danny Davis:** Absolutely. Good input.

**Bridge Littleton:** Any questions for Danny on that? All right. Next item is Project Status update.

**Danny Davis:** Thank you, Mr. Mayor. A couple just quick items for your update on the water tower project on Marshall Street. We have been meeting weekly with the team. They are coming on site next Wednesday to meet and have the contractors all on site together. The location of the temporary tower has been approved. The schedule has been approved. We're waiting on the temporary tower company to come install the base and then they will have the temporary tower out here the first weekend of June. We will then also after next week's meeting, we'll be following up with the residents with the plan, the next steps in the schedule. I did attach their schedule to this project status report in case anyone wants to see that. Again, it is aggressive, but we have confidence that should we start on the timing that we are expecting to start on, that we should be able to get through in the timeline anticipated. The other items noted here, we did have Painter Lewis out to do their structural inspection of Asbury Church in late March. Mr. Moore has been working with them on answering some questions and we're expecting their initial assessment and report, hopefully in the next few weeks or so. We're also we have been doing some outreach for potential consultants for the community engagement part of this. That's not taken any formal steps yet, but would continue to take any inputs if there are ideas there, but have not had any great success in that outreach at this time. We also went ahead and added a new project on this list for the South Madison Street Project. So not to belabor the point, but we did discuss with EDAC on Monday morning who is happy to serve as the lead committee on that review project. They provided some inputs. We are doing a kickoff with Kimley-Horn also on May 3rd that morning to walk Madison Street and begin the conversation. And their anticipation is to be able to have conceptual ideas to us within 3 to 4 weeks and then we can follow up through the process of committee review, public engagement, public meetings and those next steps of the project process. So those are our updates for the major projects.

**Chris Bernard:** Question about that?

**Danny Davis:** Yes, sir.

**Chris Bernard:** It's just a process thing with South Madison. Are we not engaging the public sooner to gauge what we actually really want to accomplish. Like why are they giving us concepts? What is driving that?

**Danny Davis:** So the concept is twofold, primarily, and this really comes out of Council's guidance at the Strategic Planning retreat. It is one safety. What can we do from a safety and accessibility standpoint to manage the issues that exist to date? Because there is a limited scope of opportunities about how you can address those issues. The second then is what's the potential scope of ranges for how you use parameters for how you manage things. As we discussed, whether it's visibility, lighting, other infrastructure, the intent with this is to set examples out there to be able to provide to the community, to respond to, to provide feedback on and for us to be able to have tangible ideas to present to the public instead of a more kind of throw it against the wall and see what sticks. So the idea of working with Kimley-Horn was

let's create four various options, take it to the community, get that feedback, and then they can be managed or tweaked as appropriate.

**Bridge Littleton:** So along Chris's lines, I think something that actually might be more beneficial before that. The safety stuff is straightforward, right? Sidewalks not wide enough. This is how wide it's got to be. These stairs are broken. This is what you got to do. I'm not saying it's all that easy, but that's more straightforward. On the conceptual ideas of how to make South Madison Street more energized. I don't know what the word is. Right? I think [off mic] yes. I mean, walk, not walk. Yeah. I mean, vibrant. Right. Exactly. I think we need for Kimley-Horn. I think Kimley-Horn it's going it will be very beneficial and I think it will be beneficial for us to get the voice of the customer and the customer here being the business owners on South Madison. Right. Going out engaging from them what they see as the main issues and maybe some residents in town who frequent down there, people who have had businesses in the past, why they worked and why they didn't work. Again, this is all just data gathering, but it certainly could bring to light things that we don't even think about. And or Kimley-Horn might not think about, but go, Oh God, if I'd known that boy, I would have thought of this, this or this. And that's really easy stuff, right? That's some not interviews or whatever you want to call it, but you know, and maybe Kimley-Horn does that stuff, I don't know. But certainly the current or most recent previous business owners on South Madison and it'd be great to see what their thoughts of, you know, what what works and what doesn't work. So Chris, did you have?

**Chris Bernard:** Yeah, I just I'm reticent to go to the public with some drawing concepts because that usually ends up in a big fire, so. I think it would be prudent to at least do a broad gauging of what people think. And I agree with like, okay, you need to go look at it and okay, what can we do? What can't we do? That's good. But I just I think going too far forward before engaging the public is not going to serve us well.

**Bridge Littleton:** Only thing I would add is I don't think it's the general public. [multiple speakers]. Because if you.

**Chris Bernard:** Well the stakeholders.

**Bridge Littleton:** The right and [multiple speakers] maybe it's a dozen right, maybe it's a dozen folks. Right. But yeah.

**Darlene Kirk:** And that could be done quickly.

**Bridge Littleton:** Yeah. I mean, again, I'm sure Kimley-Horn does that type of stuff all the time. [off mic] So anyway, anybody's having any other thoughts on that one? Okay.

**Danny Davis:** My only input there is just maybe temper your expectations of timeline. It'll add 3 to 4 weeks to the process.

**Bridge Littleton:** Oh that's fine. [multiple speakers]

**Danny Davis:** Okay. Yeah, that's. Well yeah, yeah. I get held to timelines and I'm just setting expectations here.

**Chris Bernard:** Do we have a timeline on this?

**Danny Davis:** But that's okay. Well, I mean, no.

**Philip Miller:** We'll still hold your feet to the fire don't worry. [laughter]

**Cindy Pearson:** It's on recording now. [multiple speakers]

**Danny Davis:** Okay. We'll work with them on Wednesday when we meet with them.

**Bridge Littleton:** Yeah. It's verbal agendas is how we do it here. The only other thing I wanted to put on your radar for Asbury Church. So when I met with Reverend Nelson earlier this week, there's a lot of things that would be very, very

good to document with regard to that property that have the history back to the original Shiloh and all that kind of stuff. So if we can just add that to a bullet because we want to make sure that we capture that too, as part of whatever that living history stuff is.

**Darlene Kirk:** So how do you mean, document? Are you talking? [inaudible]

**Danny Davis:** I think that needs to be part of the overall conversation with the community about the purpose of Asbury Church and can be a conversation about who does that and how and when. So I'm not committing to do anything.

**Bridge Littleton:** No, no, I'm not. Well, I'm not saying that. What I'm saying is it is an item that needs to be on people's radar for consideration of what we do and don't want to do. And we may choose to not do it, or we may choose to give it to a third party or whatever. But it's got to be one of the bullet items of the things that we're putting into the bucket of consideration. So, okay. Anybody have any other questions on the community projects or not community? The. Yeah. Project Updates. Okay. Next item is consent agenda. Does. [off mic] Yes. Does anybody have anything they would like removed from the consent agenda? All right. Is there a motion?

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

**J Kevin Daly:** Second.

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

**All of Council:** Aye.

**Bridge Littleton:** Opposed? Abstentions? Okay. Next item here is the Council approval for the sole source contract for X-Charge.

**Danny Davis:** Mr. Mayor and Council, a month ago we discussed and had representatives of X-Charge here. There were some questions outstanding as part of that. Particularly, what exactly were they offering to the town in terms of an agreement? So they clarified for us that they would be providing the charger for five years with an opportunity for an additional five years at the town's request, at no cost to the town. They would be responsible solely for all maintenance, repairs, response, software service, things like that. The town would be responsible for the cost of installation and I'll come back to that in a second. Electricity costs and then basically just keeping an eye on the actual pad site to make sure that, you know, it's maintained secure in terms of a site. There would be a proposal or there is a proposal for a 50/50 split of the charging revenues from the station. The main item here that's not identified at this time, we've been working with Downey and Scott on this is the cost to run basically the electrical wire from the transformer back here that was just set recently through the conduit to the essentially the charger site. So the the town has already, as part of the town hall project, added the cost of the phase three 480 volt power, the transformers and running that to the transformer and right and then also the conduit under and through the building. But we've told our general contractor to not pull the wire because we felt their costs were not in keeping with market at this time. So we would need to go procure an electrician that could pull the wire, connect it up, and install the charger. I don't have one in hand yet, so I can't tell you the cost of that. But I would say regardless of what charger we put out there, unless we just were, you know, the recipient of some extra additional funding or something, we'd have to pay those costs anyway. So our recommendation, if Council and Council seem comfortable with this entity was to accept the partnership of this charger and then we will go seek an electrician, a group who could actually then do the final installation and we would inform you or come back to you with the cost of what that would be. So we do we did work with the Town Attorney and with X-Charge. They agreed to the town standard contract terms, which is something we do for pretty much any contract that protects the town's interest. We added in some information about termination should they not keep up the service to a level. So if it is in-operational for I can't remember if I put, you know, two weeks or 30 days cumulative across a 12 month period of time, we could terminate for default at that point at no cost to the town. So we would be comfortable recommending Council agree to this unless there are additional questions or you'd like us to put it on pause. There's not a huge need to to necessarily do it at the moment, but it also gives us the impetus that if you're comfortable this way, we'll begin the process of getting the electricity run to site.

**Bridge Littleton:** Any questions for Danny? Philip.

**Philip Miller:** So when you say the installation costs and the ongoing electricity costs, what do you mean by the ongoing electricity costs?

**Danny Davis:** So the power bill.

**Philip Miller:** So the power bill. And so are we sure that the 50/50 split is going to be enough to cover that power bill?

**Danny Davis:** I'm not certain of that. So we did. And I will slightly defer to the Vice Mayor, though I'd hate to put him on spot.

**Philip Miller:** Or is it a 50/50 split of profits?

**Peter Leonard-Morgan:** We appreciate that. I think that my understanding is that the 50/50 split is the revenue after our costs of electricity. So. It's been a long road to get here. And I've got to tell you, I think it's a great opportunity for the town. And I really appreciate Virginia Clean Cities organization for putting us together with these great folks at X-Charge for this system.

**Philip Miller:** Yeah, that's a point of confusion. I think we need to clear that up.

**Chris Bernard:** Clarify revenue versus net profit.

**Danny Davis:** Sure. Yeah, we can do that. Sure. Yeah. And we had, had one potential agreement with a different entity right beforehand, which was net of our electricity costs and we did not get into that at this point. So I'll get the details together and we can bring it back to the next meeting.

**Chris Bernard:** And I don't know if it matters unless it's really out of balance, but.

**Danny Davis:** Right. And we had done an ROI analysis for a different charging company. And that's the piece that I'm just completely not remembering right now what that number of charging hours per year. Now that was based upon a purchase price cost, not a essentially a free charger.

**Philip Miller:** Well, yeah. I mean, we need to figure that out because we need to know how much power their unit is using when it's just sitting there, if it's not being used as well. So.

**Bridge Littleton:** Yeah, all those keeping those exciters energized, even if you're not it's not a lot, but it is a constant. [off mic] Yeah. Bud.

**Bud Jacobs:** You say there's no urgency attached to this.

**Danny Davis:** Not in terms of needing it today. And it's really at Council's discretion.

**Peter Leonard-Morgan:** No. We've only been working on it five years.

**Bridge Littleton:** What's another six months amongst friends. [laughter]

**Peter Leonard-Morgan:** What's another 5 years. [inaudible] [laughter]

**Bud Jacobs:** I would be prepared to vote for this more comfortably if we had a better sense of what the installation costs, as well as clarifying these points on the revenue sharing piece. So I guess I'm not prepared to support it today. [off mic]



**Danny Davis:** So what I will do is I'll get those answers on the various electricity costs and we'll begin outreach on electricians that could do the service to give you. Even if we don't have a specific you know we can get a rough order of magnitude of what that looks like.

**Bridge Littleton:** The one you have before I know you said it was high, but ballpark, what was it?

**Danny Davis:** 35 or 50 grand.

**Bridge Littleton:** Okay. So it's tens of thousands.

**Danny Davis:** Yes. It's the size of cable that's required.

**Bridge Littleton:** Yep. I got you. Just trying to get a size of scope.

**Philip Miller:** X-Charge should be able to provide us with the what did they call it? Latent use the okay that they have of the charger when it's not in use and the efficiency of its ability to provide from what the power input from the cable to the what the actual unit is using.

**Bridge Littleton:** Okay.

**Chris Bernard:** [off mic] We're just looking at they've been running one for a year. How does that work out?

**Bridge Littleton:** So we will push this to the next Council meeting.

**Danny Davis:** It'll probably be a few Council meetings.

**Bridge Littleton:** Do we need to [multiple speakers] Okay .

**Bud Jacobs:** Do we need to put in a pad or is that in?

**Danny Davis:** So I'm still going back with Downey and Scott on that. I believed we had left that in as part of the contract, but if not, we'll have to put a pad site in.

**Bridge Littleton:** Kevin will do it. [laughter] Okay. Any other questions on the EV charging? Okay. Next item. Discussion item. Dominion Energy Franchise Agreement. Oh, excitement.

**Danny Davis:** So, Mayor and Council Members, I won't read the entire memo to you, but just to give you a brief overview. You're probably familiar with the collaboration between Loudoun County, Dominion Energy and All Points Broadband using a number of grants and also other revenue streams to expand or get broadband Internet service to unserved areas in Western Loudoun County, about 8,800 properties in the western part of the county. To do so the primary means and way they were able to do this is for Dominion Power to be able to run these fiber lines along their power poles because they have power going throughout most of western Loudoun County. Dominion has a franchise agreement with the Town to use our rights of way for their poles for electrical services. But this agreement is nearly 40 years old. So there are certain things in that agreement that we never anticipated, such as fiber optic lines connecting sites to each other. So Dominion has told us that they have two goals with requesting an amendment to their current franchise. One is to be able to run fiber optic for their own purposes so they can talk from one substation to another so that they can actually have more direct communications in their own private, secure network so that they can better run and more efficiently run their power network. I think that's a very good reason. Again, in a strict reading of the current franchise agreement, there's nothing in there that talks about the ability to have fiber for communications between substations. But as they're pulling that line, they also are talking about pulling fiber optic, that they would then be subleasing essentially to All Points Broadband. And that capacity then would be what is used in the western part of the county for the broadband and All Points serves as the Internet service provider ISP for these these homes and properties. Regarding that aspect of it, if you recall a couple of years ago, Segra came through and ran fiber optic lines through the town to serve

Loudoun County Public Schools and then also Loudoun County government. And as part of awarding them a franchise agreement, the Town imposed as we have the right to under law, a conduit fee, which means for each conduit they run, they pay a per linear foot fee to the town. Because the fiber being run at this point is to be used as Internet service and not solely for their own internal operations we've taken the position that we believe that's also appropriate for Dominion because it is using our rights of way for selling a service to the public. And so imposing a conduit fee would be the same as what we had done for Segra. We're providing this to you as a briefing basically to say this is our position and how the Town Attorney and I are working with Dominion Power on this issue. I will say there's one option in front of you that I briefly laid out here. The franchise agreement in its entirety expires in about a year and a half, almost two years. Dominion has asked us for essentially an MOU, which in our opinion, means it's an amendment to the franchise. And then we would do a full relook at the franchise agreement starting in the next 12 months or so. The Council could say, No, we don't want to provide an amendment, Let's just go ahead and relitigate the entire franchise at this moment. I'd rather not do that right now. We have a lot going on. I'd rather us discuss just these distinct components of it, but I didn't want to come down a pathway without at least presenting it to Council, telling you our intention and our plan. And if there's no objection, we'll finalize our suggested amendments to the MOU and bring that back to Council for action in probably the next two meetings. So if I've thoroughly confused you, I apologize for that. But I will say Dominion has not conceded that they believe they're subject to a conduit fee. In fact, they've tried to say numerous times they don't think that they have to pay that. The Town Attorney and I, if I don't want to speak for him, but I think we would say that we're strongly of the opinion that this fiber is being used for selling Internet services to the public and falls within the same expectation as what we did with Segra. So that might be some ongoing dialog with the representatives from Dominion Power.

**Bridge Littleton:** Okay. I got a couple of questions. So this is a question for Martin. Is the MOU legally binding or not?

**Martin Crim:** We haven't entered into an MOU.

**Bridge Littleton:** No, no. It's an MOU is proposed. MOU's are typically a memorandum. They're not legally binding. Danny said we're going to it's going to be an amendment to the existing franchise agreement. So is the MOU legally binding or is it an amendment to the franchise agreement? That's two different things.

**Martin Crim:** Yes, when you can call it whatever you want, But it is it would be, in effect, an amendment to the existing franchise?

**Bridge Littleton:** So it's not a traditional MOU.

**Martin Crim:** Correct.

**Bridge Littleton:** Okay, good. So in situations like this, words are very important because MOU typically means non-binding. That's actually the defining term of an MOU is it's non-binding. So these would be binding changes to the franchise agreement?

**Martin Crim:** That's correct.

**Bridge Littleton:** Okay. So, I mean, I'm in this space a little bit and in this space with power companies, I'm very concerned. This is yes, it is absolutely about interconnectivity, smart grid, all that kind of stuff. It is way more than that. They intend for these lines to be they're going to be the next Fios. They're going to be the next Comcast. They're also planning to be the next backbone for 5G. So they are expanding their business lines. So what's the limitation? It's not about the fees. I'm not worried about the fees. I mean, you know, this question is about what control do we have to stop them from putting any amount of line they want on these poles? If we don't, that's a problem. If it's, you know, in five years when they plan to use this conductivity to put up 5G repeaters and antennas, is that blocked by this? I don't know that. I haven't seen the agreement, so I'm not you know, I can bet you a million bucks, it's not. The definition is broad enough that it would allow for telecommunications equipment or something like that. Trust me, it will become their ability to put antennas on every single tower or every single pole. And we can't stop it. So before we go any further, we really need to have a deep dive. Look at it through that kind of lens. And maybe you guys did, maybe you haven't. So I

would strongly recommend that we not do anything until you guys are ready to have a holistic end to end review of the whole thing that we're going to live by because these amendments. Right. And the worst part is once an infrastructure goes up, well, I mean, you can force them to take it down when. [inaudible] But I mean, you're just you know, you're just it's a nightmare. So this is what these guys are doing. So. Okay.

**Danny Davis:** Yeah, go ahead.

**Darlene Kirk:** My question was and I was trying to follow up. [off mic] Thank you. If we're going to do a memo MOU, we only have another year and a half, two years on the contract. Why would we change it at the very end of it?

**Bridge Littleton:** I mean.

**Darlene Kirk:** I'm just saying.

**Bridge Littleton:** No, I got you. From a legal perspective that doesn't bother me if it's if the changes are good and it benefits everybody and all that kind of stuff. What is making me nervous about this is there's what their stated goals are and then there's their unstated goals. And I don't know that we if did you guys look at it with that lens? So and maybe you did, maybe you didn't. I don't know.

**Danny Davis:** So we looked at it from the lens of there's a possibility that as they run these fiber optic lines, they have to increase pole height. Right. They have to add guide wires. I mean, there is the potential. I would note that potential exists today whether we approve this MOU or not, because as if you've seen at the Reed Street extension, the new poles they are putting up are, what, 5 to 10ft taller than the former poles. And so Dominion to a degree has some ability, at least from a power infrastructure standpoint, to do some of this already. Now, our existing franchise agreement gives the town the right to review and essentially permit, though our ability to reject permits that may be in question. Their request for running wires and additional poles and things like that throughout the town, and it has to be in reasonably suitable and convenient points, right? So there are some protection points we have, but they're also not explicit to what you've described here, which could be boxes at every pole to run [multiple speakers].

**Bridge Littleton:** And my question was not about new poles and new guide wires. My question was about on existing poles adding a bunch of antennas. Right. Right. If you look at the definition, and I'm going to bet a million bucks telecommunication equipment is in there. Guess what that is? That's 5G antennas. And we've now just authorized them.

**Danny Davis:** And that's a great point. I think that's something that the Town Attorney and I will put extra eyes on. I think we'll work with you on looking at some of that as well.

**Bridge Littleton:** I mean, again, these guys are using their hard infrastructure all over the world to find new lines of business and they're going into being cell phone providers. So anyway, yeah.

**Philip Miller:** In this review, can I suggest that we have some sort of a town guideline or policy that we come up with for this issue today with this contract and others that'll come up in the future as to what our position is on what we do and do not want and what levels of control we want to try to achieve? Just to kind of I mean the baseline.

**Bridge Littleton:** Yeah, I would. The way I would throw it out is this there's all different types of franchise agreements which all, which are franchise agreements are really important and they're really hard and they're really dense and you're dealing with utilities and who want to crush you into powder. [multiple speakers] So yeah, but depending on what it is, it's totally different. Maybe there's a level of scrutiny and or review that we want to.

**Philip Miller:** Which I don't think we have written down in policy [multiple speakers] right now.

**Bridge Littleton:** No, we don't. [multiple speakers] Now, you know, and maybe it's like a telecom expert comes in or a power expert or if it's I mean, you don't have that many franchise agreements. But something else. [multiple speakers]

**Philip Miller:** The policy is that we consult with an expert.

**Bridge Littleton:** Sure. That's fine. Yeah. Yeah.

**Philip Miller:** Okay.

**Bridge Littleton:** So anyway, on this one, again, I don't know how anybody else feels. I just I'm really scared that this, you know, it's like it feels so much like those solar agreements they're sending to all the landowners in Western Loudoun, you know? Hey, sign this. Let me put up solar cells on your farm. I'll give you \$8,000 a month. It'll be great. And this poor unsuspecting person goes, Oh, that's eight grand a month. And they just signed away 35 years of a ground lease for their 15 acres. And now they got flat solar panels on it. I mean, this one solar company, I can't remember what the number was. It was literally hundreds of landowners in Western Loudoun. They just sent them leases seeing if anybody would be gullible enough to just sign it. So anyway. Yeah.

**Darlene Kirk:** Are they only asking about 5G because Verizon is focusing big time on 10G?

**Danny Davis:** So they've not indicated to us directly they're discussing this at all. This is all at this moment intended and what they've told us to be fiber optic backbone for the serving Western Loudoun with wired Internet service. But once you start running lines, then you have excess capacity. You can be a backhaul for other providers. Again, I think those are all items that we can seek to exclude out as much as possible and as much as Mr. Crim feels comfortable limit it to the stated uses as they've approached us with.

**Cindy Pearson:** Sounds like they were trying to do [off mic] people. So you wouldn't think about all these other things.

**Bridge Littleton:** Well, I mean, it's you know, they want to have as broad a definition as possible to cover future uses that they don't have to go back and get permission for. I mean, you know, business as usual. So. All right. So I would recommend this, Let's talk about it and then maybe the next Council meeting or two come back with, Hey, we still want to approach this an amendment or No, You know what? Let's just wait till January and do the whole thing holistically. So. Okay. Sorry for taking everybody down into the weeds. Does steam me, though.

**Cindy Pearson:** When do they want to start this? Did they give a date on that?

**Danny Davis:** They did. They would like to have these agreements in place by fall of this year because their goal is to begin roll out at the end of this year and then have completion of the rollout by middle of next year, give or take. So, I mean, they from their standpoint, they're on a timeline. They'd like to get these moving forward because they have some incentive or I shouldn't say incentives. They have some goals, timeline goals to meet with All Points and the grants that they have in place. I do believe they're starting at the northern part of the county and working their way down. But I also one is to try to move this forward as quickly as we can while protecting the town's interests.

**Bridge Littleton:** Okay. Anybody have any other input on that? Okay. Next item, Revenue Budget Revenue Update and Budget Amendments for FY 23. Hello, Tina.

**Tina Staples:** Hello. So I gave you a couple of different things to look at. If you flip to the second page, it's a cumulative for all three all three quarters combined. That kind of gives you where we actually are for the year to date. And then past that, each quarter separated out just for the income received in that quarter. I think that's important, at least in this case, because our third quarter of the fiscal year, the first quarter of the calendar year is usually takes a drop anyway. But we did have some more significant drops than we normally do. Some were anticipated. And I did put a little note in there as to why. So, you know, hopefully some of that will, you know, will come back up before the end of the year. But yeah, those are directly related to why those two lines are down to some degree. But overall for the year, everything is still up in a positive stance with 9% to the budgeted revenues and 5% to our projected revenues staying above that. So that's all positive.

**Bridge Littleton:** Any questions for Tina? Danny, any other input on that?

**Danny Davis:** The only other input is if you read your Wall Street Journal or Financial Times or anything today, the GDP did not grow as strongly as expected. I didn't see this in the article I read, but I heard a quick blurb on the radio that said while growth was only 1.1%, consumer growth was actually 3.7%. So it's a little bit of an interesting situation that we continue to watch because business is softening. Consumer is still growing, but it's also not as much as it had.

**Bridge Littleton:** How much of that was inflationary to the cost? [off mic]

**Danny Davis:** I again it was a it was a 30 second blurb on WTOP. So there are a lot of inputs to this. I think it underpins the conversation we've had that many people believe there's a recession of sorts on the horizon. Many say it will be relatively soft and short lived, but I think we have to continue to be prepared for that and keep our eyes open. And again, the Town Council's financial policies set us up very strongly, both from our contingencies built into each annual budget, but also our long term fiscal reserves.

**Bridge Littleton:** No, that's a good point. And yeah, I saw the same thing about the growth. I mean, I remember when we had the downturn in 8 or 9 and 10, luxury tourism was down 50%. Now, we didn't have Salamander at that point, so. You know, I got to imagine if we're going to have whatever they want to call it, a soft landing or whatnot.

**Philip Miller:** [off mic] We don't have a crystal ball.

**Bridge Littleton:** No, no. But should we be picking something to benchmark? You know, be conservative and benchmark.

**Danny Davis:** Right.

**Bridge Littleton:** And it's half that.

**Danny Davis:** Right. And if you recall, we did the study with Chmura in 2019 that ran a few different scenarios, all of which showed us, you know, recovering after about three years. If that were. I think it was, say, approximately half of a 2008, 2009 recession. So that led to our current fiscal reserve policy. We are in strong position across the board in those areas. So I'm not trying to say the sky is falling. I'm saying I think we're well prepared should anything occur. And we'll continue to stay on top of all that.

**Bridge Littleton:** Okay.

**Tina Staples:** I think the market is a little bipolar lately. You'll have businesses thinking one thing and just regular consumers thinking another. And one month is up, the next month is down and the next month is up again. So we're all just trying to ride the surf through it and, you know, hope to get to the end on your feet.

**Bridge Littleton:** Any questions for Tina? Okay.

**Tina Staples:** Thanks.

**Bridge Littleton:** Thanks, Tina. Appreciate it. Next item is the proposed budget review and discussion.

**Danny Davis:** Thank you, Mr. Mayor. I, as noted in the memo here, do not have any specific questions or items of update for the Council at this time. If there have been any questions that have arisen in your minds as you've thought about it every single day for the last two weeks.

**Bridge Littleton:** Two months, two months.

**Danny Davis:** I will just reiterate, we do have a public hearing at the next council meeting on the overall budget, but also on the utility rates. And so once those occur, then we'll be prepared. If Council is ready to have an appropriations ordinance at the May 25th meeting. But we can always work into June if necessary.

**Bridge Littleton:** Any questions? Okay, Next item is let's see here. I've already lost my place. Mr. Moore. This should be quick.

**Will Moore:** Thank you, Mr. Mayor, Members of Council. So obviously, we've been talking about this since your Strategic Planning Retreat and even before with some concerns about the character of some infill and redevelopment that has occurred in our older, established neighborhoods. So in accordance with the work plan that you kind of gave the thumbs up to at your last meeting, this was the first step and that is preparing you with some options for your consideration. We're not necessarily looking for a firm direction from you at this meeting, but the work plan would have you deciding on a path, at least to start with, at your next meeting. So if we can make some progress on discussions, I think that would be helpful. So in short, what what we're proposing is that if you want to affect the change that you have stated in your Strategic Planning Retreat, there are a few options to do it. One is to work within the existing regulatory framework that you have and specifically that's looking at building lot coverage. So how much area under roof is being occupied on any given lot? It's also looking at the height of the building and it's also looking specifically at your side yards. There's been no real concerns expressed with front yards and rear yards, but it's the width, the horizontal spread of the home. So those are the existing regulatory items that you could adjust to help further influence change. The second step, the option two that we're offering for your consideration is to introduce a new regulatory piece that we don't currently use, and that is a floor to area ratio. So in addition to affecting those previously mentioned items, this gets more into probably your concerns about affordability somewhat. So we can limit the height. And unless you want to absolutely put a limit of a height that would only allow for a one story construction, assuming you have two stories, but you can always do a full basement, usually you can do a full basement. And many of the newly constructed homes have mostly fully finished basements, not all, all still have some mechanical room and maybe some unfinished storage, but maybe two thirds or three quarters of that area is also finished. So that almost puts a 50% multiplier on the floor area of the building. So another piece that you could consider implementing if you wanted to further affect some of those changes that you were talking about. And my suggestion is if you went with the floor area ratio, whatever that number might be, that we would land on, that you do that in combination with option one, which is still making adjustments to your additional existing that is regulatory framework. The third option and the one Ms. Curran mentioned in her comments to you was the potential for an architectural control district. We've talked about this in the past. It is something that the Town was able to get its charter amended so that we have that enabled outside of our Historic District to adopt architectural control districts and other areas. That would not work within the framework of our existing work plan in that it would extend that I mentioned in here some there would be additional expense and time involved with that. We also do have some concern with the ability to staff a Review Board going forward. Now, not all architectural control districts necessarily need a Review Board. Sometimes that's given to an administrative function. I'm not the biggest fan of doing that either. [laughter] And it's not from a workload perspective. Any type of Architectural Review Board District is going to have at least some level of subjectivity to it. And it's generally best that you don't have your bureaucrat in that realm. And if there is going to be that, it's going to be in the form of an appointed board or commission taking care of those kinds of things. So that's the overall view. If you wanted to talk about some of the specifics in here, I'd be happy to do that or if you wanted to have an initial discussion before we did that.

**Bridge Littleton:** Okay. Any first. Yes, ma'am.

**Darlene Kirk:** You said option one. There's no from the road, the front, there's no length. And a lot of the ones, especially on I'm sorry, [off mic].

**Will Moore:** No.

**Darlene Kirk:** On Sycamore, are like literally almost on the road. So I think that's something we want to look at, too.

**Will Moore:** Okay.

**Darlene Kirk:** The setback from the road.

**Will Moore:** Okay.

**Bridge Littleton:** Okay. I think these. So anything currently existing is grandfathered. It would only be for new construction. Yeah.

**Will Moore:** Yeah. I would, to clarify my point. I had not heard to this point that the relationship of the home to the front was of concern so that's.

**Bridge Littleton:** On existing structures?

**Will Moore:** On existing structures. So that's okay.

**Bridge Littleton:** Any other thoughts? Bud.

**Bud Jacobs:** Just to clarify the option 1A the area's covered under roof, that includes garages, carports, cabanas?

**Will Moore:** Accessory structures, a garden shed. [multiple speakers] Yes. Yes, sir.

**Bud Jacobs:** Got it.

**Will Moore:** Not necessarily a deck. So it's area under roof only. So if it's a covered deck. Yes. Uncovered deck? No.

**Bridge Littleton:** So, Bud, your waterslide wouldn't count. [laughter]

**Bud Jacobs:** I'm thinking about Pam's pickleball. [laughter]

**Bridge Littleton:** Oh, God. Okay. Any other input? So I think we have to give I think what Will and team are looking for is a little bit of direction. So I'll throw out a couple of things real quick, Will. I think, number one, you guys have done a lot of work on this. I know some of it came from The Berkley Group before, but I'm really appreciative of all the options that you guys are putting on the table. I think a number of these things will attack the problem and get us to where we want to be. So I'll go in reverse. On number three, the Architectural Review Board or district. I totally hear what you're saying. I think what would be helpful is and maybe ask Berkley Group, because this could probably be a ten minute exercise for them. If there is a jurisdiction like ours that has one that is of kind of the way they might think we would want to do it, can we get their book? I'd just like to read it and see what it looks like and how complex it is and all that kind of stuff. So at least I have a frame of reference so I mean I hear exactly what you're talking about.

**Bud Jacobs:** Mr. Mayor, The Berkley report itself, I think, lists 2 or 3 jurisdictions that have Architectural Control Boards. But I believe, if I'm not mistaken, there are larger jurisdictions there.

**Will Moore:** I think that's correct. We'll do some follow up and get. [multiple speakers] [laughter]

**Bridge Littleton:** Hillsboro or I mean, whoever they feel. I mean, if it's one of those larger ones who say, hey, they were trying to attack the same problem, that's fine. I don't care if it was a 5000 person, but what did it look like? And then so there's that one. Floor area ratio, I think it's a great concept, but it's a new one for us, so we'd really have to understand what it, I mean. I think it's a great idea, but one that we you know, there's a lot of thought that goes into that one because I didn't even think about the basement, and I was like, Oh yeah, if you do a basement, that sort of changes the dynamic of everything. And maybe that's actually a better way to do it than lot coverage ratio. But wait a minute. Not everybody has to build a basement. Well, then, you know so.

**Will Moore:** Hopefully the chart that's included that uses some recent examples gives you an idea of what a couple of different potential FAR's could do.

**Bridge Littleton:** Could do, yeah.

**Will Moore:** Or how that relates to what was actually built in those certain examples.

**Bridge Littleton:** Yeah. The question I had on FAR was and I'm sure the answer is no. But are you allowed? Because you just made me think of this. Are you allowed to have different FAR Computations at different levels? So like if it's below, let's say you get a 0.3 FAR and that's 3000ft<sup>2</sup>. But if you go down that that counts as double like if you go to a basement. So, you know, you're using. So if FAR is the right tool to do this with you're incentivizing different behaviors. [multiple speakers] There's a weighted. You're incentivizing different behaviors. So [inaudible]. Question I don't know. But it's, you know.

**Philip Miller:** Good question.

**Chris Bernard:** Underground counts for [multiple speakers].

**Bridge Littleton:** Double. No, no counts double or counts less. Right? Yeah. If you want to have a basement, it's only going to use half the FAR of what it actually is. Yeah. No, that's the right way to think about. Yeah.

**Philip Miller:** Don't let the lawyer do math.[laughter]

**Bridge Littleton:** Yeah, right, exactly.

**Cindy Pearson:** [off mic] Left handed.

**Bridge Littleton:** There is no math in law school. Because you know that could incentivize a lot of people to go, Hey, I can get a 3000 square foot house. I'll put one story down. I'll go up one and a half.

**Darlene Kirk:** Yep.

**Bridge Littleton:** You know, so it's more like a cottage style. Hey, okay, that's cool. So anyway.

**Darlene Kirk:** That's a good point. Yeah.

**Danny Davis:** Yeah. Consistency is key right across the district.

**Bridge Littleton:** Yes, absolutely. Yeah, absolutely. I mean, I've never heard of it being calculated that way, but I don't know. Well, actually, you know. Wait, you know what?

**Danny Davis:** So an example, not to get too far off track is the other direction. If you have a commercial building with a mechanical on the roof, that doesn't count as your FAR [multiple speakers] that's supportive. And so you can maximize your FAR and go another ten feet up for your HVAC systems. This is the opposite of that.

**Bridge Littleton:** Correct.

**Danny Davis:** Right. So it's a great question for us. [multiple speakers]

**Chris Bernard:** [off mic] Extra 1000ft<sup>2</sup>. If you put it underground and you can do more.

**Danny Davis:** Yeah, it's a great question to ask.

**Bridge Littleton:** Yeah. And I was just thinking about it on the when we were doing the [multiple speakers]. And we were looking at the Urban Use District, there were different FAR's by different height levels. So okay. Anyway.



**Philip Miller:** Does it would it matter if it's a walkout basement? I'm just curious if there's any reason why anything like that would.

**Chris Bernard:** Well, I think the idea is to factor [off mic] grades. You don't see it, Right.

**Bridge Littleton:** Just that's it's a good question. [multiple speakers].

**Chris Bernard:** There are basements that are only half underground. Yeah.

**Danny Davis:** How to define that? How to define that gets tricky.

**Bridge Littleton:** Well and you get then split levels right where they put the basement half under. No, no, no. It has to be all the way. You know. [off mic] I got it. I got it. We got plenty of time. [laughter] Okay. All right. Yeah, right. Exactly. Exactly. So, okay, then on option one, I think that's the especially 1A, that's the bread and butter question. That's the bread and butter one right there. So, you know, again, my one person's viewpoint would be, you know, our focus is 1A, you know, the height stuff we've already sort of gone after. The 1C. And then again, sort of how would we want to manage FAR? What would be what I would think we'd prioritize on. So but that's me. Unless anybody else has anything different or want to throw one of the other ones into the.

**Bud Jacobs:** Say again about 1B? What was your concern?

**Bridge Littleton:** Well, I mean, it wasn't a concern. We've done the height stuff, so it hasn't really changed anything. You know, it's not been so much the height as it's been the footprint, you know, and a lot of these lots are conducive to, you know, they're long and narrow. Right? So they don't really care. They're just going to go way back.

**Chris Bernard:** We're not picking between like we're going to do option one and [off mic].

**Bridge Littleton:** Well, their question was at the bottom, which of these multiple points do you want us to focus on?

**Chris Bernard:** One, 2 or 3. Right. Right.

**Bridge Littleton:** Or or all three.

**Darlene Kirk:** Three.

**Bud Jacobs:** You can mix and match. Do whatever you want. Yeah.

**Will Moore:** I viewed option one holistically.

**Bridge Littleton:** Okay, that's fine. That's fine. Yeah.

**Will Moore:** I think you really need to attack each of those. Well 1D kind of falls in with 1C, [multiple speakers] but you really need to attack all of those together if you want to.

**Bridge Littleton:** [multiple speakers] Get it.

**Will Moore:** To get your change.

**Bridge Littleton:** Yeah.

**Chris Bernard:** So is just as kind of as to tie this all back in I think it sounds like in theory, we're in support of one and we need to find out what our options are with two. Maybe learn a little bit more? I don't know.

**Bridge Littleton:** I think option two with the FAR is very intriguing and could be really unique, you know, and give us a lot of flexibility. But we need to know more about it.

**Bud Jacobs:** The Mayor's question was, What can we do with FAR?

**Bridge Littleton:** Yeah.

**Chris Bernard:** Well, that's what I'm saying. It's interesting. We need to know more about what we can.

**Bridge Littleton:** Yeah. Darlene.

**Darlene Kirk:** The only thing about option two is going to make your job a lot harder, or whoever has to check on it and restrict it.

**Bridge Littleton:** That's option three.

**Darlene Kirk:** I know people can still I mean.

**Philip Miller:** You mean option two?

**Darlene Kirk:** Yeah.

**Philip Miller:** In the planning stages?

**Darlene Kirk:** Yep.

**Bridge Littleton:** Oh, yeah. But that comes with the architectural design. Yeah, yeah, yeah. That'll come with the architectural plans. [off mic]

**Philip Miller:** Yeah, I'm all for option three. 100%. All in. I volunteer and volunteer several others. [laughter]

**Bridge Littleton:** Wow. Okay. Does that give you guys enough guidance?

**Will Moore:** It does.

**Bridge Littleton:** You feel comfortable? Okay.

**Will Moore:** It does. [off mic]

**Bridge Littleton:** All right. Real quick any other feedback or input on? Yeah, Bud.

**Bud Jacobs:** Point of confusion. Option three is alive?

**Will Moore:** Well, I think the Mayor's asking for. Nothing is dead at this point but absent firm direction, we're still proceeding with our work plan. That does not would not be, we could not fit option three in with our current work plan. Option three could be an add on at some point in time.

**Bridge Littleton:** So let me throw this out. And I think the thing that we're saying is press ahead on one and two. On three if you can get us a couple of architectural review board books from other jurisdictions, send them to us and we'll look at them. And if we want to re-raise it, we can re-raise it.

**Danny Davis:** And at the same time, I think we can also speak to Berkley. We can speak to Frazier about about timeline of establishing something.

**Bridge Littleton:** Sure yeah yeah.

**Danny Davis:** They can give us a general idea of, okay, this is the extent of where you're looking at doing this. This is how long it could take and then get some of those examples. So, I mean, we're not going to have a full blown work program, but at least a general rough order of I mean, time and cost.

**Bridge Littleton:** Yeah. The way I mean, we may look at these a couple of these architectural guidelines and be like, oh God, this is a nightmare. Let's not waste our time with this. Yeah, yeah, exactly.

**Will Moore:** Yeah.

**Peter Leonard-Morgan:** We do talk about engaging stakeholders in these areas and find out what they'd like to see.

**Will Moore:** Yes. So this is a little bit of the chicken and the egg thing. Do we talk to the public first before having something to present them with, which is sometimes a struggle because sometimes it's hard for people to understand what you're talking about.

**Bridge Littleton:** And they're not Planners.

**Will Moore:** Unless you have a proposal. So the way we structured this was we'll start a process that has some specifics to it, those specifics which could be flexible later on depending on the public process. But we'll start something. So we actually have a proposal. Then we go to the public. And after we go to the public, that's when Council and the Planning Commission has a joint meeting to talk about where we are at that point in time. Do we continue down the path that we started? Do we tweak it or do we totally reverse course and go a different direction? So the public engagement is built in, but not until we have some sort of product to put before them.

**Danny Davis:** But it's still prior to any public hearings, formally advertised, public hearings.

**Bud Jacobs:** Okay. Yeah.

**Bridge Littleton:** So that's a ways away.

**Peter Leonard-Morgan:** And Will, how do you come up with a FAR number out of interest? Because is it just made up out of thin air? Is there a technical way to come up with this 0.3, 0.4, etcetera?

**Will Moore:** I don't know. It's obviously it's math, but it's more so giving you the examples. And I think that's where I started with in that chart. So, you can begin to get an idea of if I have a lot this size, this is the total square footage that I'm going to be able to achieve in the home.

**Danny Davis:** So yeah, and it's again, it is a different it is working backwards. It is a little of a different application to residential, but it is when you look at commercial in, it's in a typical suburban type setting which in our town we're a suburban-ish type setting. You know, a 0.4 is a fairly standard, modest density for FAR. You would see in prior days, I mean as low as sometimes 0.25 or 0.3 if it were really trying to be buffered. But 0.4 is relatively standard. Loudoun, of course, is now changed. They're pushing up to 0.6 by right and then 1.0 under special exception, if not higher. So yeah, I don't think in our case there's any real precedent necessarily to go off of. But I do think Will's right backing into the numbers this way, they look fairly reasonable and standard for our town, you know.

**Bridge Littleton:** Are you guys good? You got what you need?

**Will Moore:** I think so.

**Bridge Littleton:** Okay. Any other last?

**Darlene Kirk:** No.

**Bridge Littleton:** Because you don't get it any way. All right, Moving on. Next item is information items. The only thing I'd let folks know was in our follow up from the Loudoun Together Summit have gotten a lot of good feedback from folks, a lot of good emails. Mike Turner has asked me to brief this at the TLUC Committee meeting on May 17th, so I'll be doing it there. I've gotten outreach from the Farm Bureau, from Loudoun County Conservation Preservation Coalition, a couple of folks, HOA folks in the East. So they've asked me to come and do a briefing on it. So I'm going to take basically that one slide deck on the TDR stuff and walk them through it. Try to keep it short and sweet, just right on that program only. So yeah, no, we're getting I mean, it's gotten good feedback. I mean, there was even an op ed this week in a local paper.

**Danny Davis:** Editorial?

**Bridge Littleton:** It was an editorial. Yeah. I mean, several spelling errors, but but no. [laughter] And I'm also going to meet with three supervisors directly over the next two weeks. They've asked for a, like specific briefing on it.

**Darlene Kirk:** Good job.

**Bridge Littleton:** So, yeah, hopefully we'll make a dent. [multiple speakers] Yeah. [off mic] [laughter] Yeah. All that cash. All that cash. All right. Anybody have any other information items?

**Bud Jacobs:** Oh A.J.'s leaving.

**Danny Davis:** By the way, just a reminder that we have a ceremony. And this is more for the public, because you're aware of a ceremony for Shaun's promotion to Chief, which is next Wednesday evening, 5:30 at the American Legion. Wednesday. [off mic]

**Darlene Kirk:** I thought it was Monday too.

**Danny Davis:** Wednesday.

**Bridge Littleton:** It's Wednesday. It's been on the calendar for three weeks.

**Danny Davis:** No, for a week, for three days.

**Bridge Littleton:** No, all right.

**Danny Davis:** Wednesday, May 3rd at the American Legion.

**Bridge Littleton:** And Shaun, we've chosen your entry song. Dun dun da dun dun da dun dun dun dun. All right. [off mic] No, no, no. Yeah, well, that one, too. All right. If there are no other information items, we will go into Closed Session. So who would like to read it? Someone's got to do it.

**Philip Miller:** I move that council go into Closed Session as authorized under sections 2.2-3711 of the Code of Virginia for one consultation with legal counsel retained by the public body regarding specific legal matters requiring the legal advice of such counsel related to the town hall project contract as allowed under subsection A8 two the discussion or consideration of the acquisition of real property located within the town limits for the public purposes as allowed under Subsection A3 and three for the discussion of plans to protect public safety as it relates to specific cyber security threats or vulnerabilities and briefings by staff members and legal counsel concerning actions taken to respond to such matters

or a related threat to public safety as allowed under Subsection A 19 and further move the Council thereafter reconvene in Open Session for action as appropriate.

**Chris Bernard:** Second.

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

**All of Council:** Aye.

**Bridge Littleton:** Opposed? Abstentions? Okay.

**Philip Miller:** Cybersecurity is a new one.

**Bridge Littleton:** Yeah. And is [off mic]. All right, here we go. I asked that Council certified that in the Closed Session just concluded To the best of each members knowledge, nothing was discussed except the matter or matters. One specifically identified in the motion to convey the Closed Session into lawfully permitted to be discussed in a Closed Session under the provisions of Virginia Freedom of Information Act, as cited in the motion, I would like to remind those present for the Closed Session that any discussion that occurred within it should be treated as confidential.

**Chris Bernard:** Yes.

**Bud Jacobs:** Yes.

**Philip Miller:** Yes.

**Darlene Kirk:** Yes.

**Bridge Littleton:** Yes.

**Cindy Pearson:** Could you repeat that? [laughter] Yes.

**J Kevin Daly:** Yes.

**Bridge Littleton:** Meeting adjourned.

**J Kevin Daly:** Having a bad influence on you.