



**Minutes of the
Colonial Beach Town Council
Regular Meeting held on
Thursday, January 12, 2017 at 7:00 p.m.**

Colonial Beach Town Center
22 Washington Avenue
Colonial Beach, VA 22443

Present

Mayor, Eddie Blunt
Member, Frank Alger III
Member, Steve Cirbee
Member, Dallas Leamon
Member, Burkett Lyburn
Member, Phil Rogers

Absent

All Council Members were present.

Also Present

Town Manager, Val Foulds
Town Attorney, Andrea Erard
Police Chief, Danny Plott
Town Clerk, Kathleen Flanagan

Call to Order

Mayor Blunt called the meeting to order at 7:01 p.m.

Roll Call of Members

Mayor Blunt requested a roll call of members. Mr. Alger, Mr. Cirbee, Mr. Leamon, Mr. Lyburn, Mr. Rogers and Mr. Blunt were all present.

All Council Members were present.

Prayer and Pledge of Allegiance

Without objection, Ms. Erard recited a short prayer and all in attendance recited the Pledge of Allegiance.

Additions to the Agenda

Mr. Leamon suggested moving Resolution #04-17 to be heard as the first item under “9. New Business” due to the fact that bond counsel have traveled from Richmond and Roanoke and would be traveling back after the meeting.

Mr. Lyburn made a motion to approve revising the agenda. Mr. Alger seconded the motion.

Mayor Blunt requested a voice vote. All in favor, signify by saying “aye.” Mr. Alger, Mr. Cirbee, Mr. Leamon, Mr. Lyburn, Mr. Rogers and Mr. Blunt all voted “aye.”

Resolution #04-17 was moved as indicated by a unanimous vote of Council members.

Approval of the Agenda

Mr. Cirbee made a motion to approve the agenda, as amended. Mr. Leamon seconded the motion.

Mayor Blunt requested a voice vote. All in favor, signify by saying “aye.” Mr. Alger, Mr. Cirbee, Mr. Leamon, Mr. Lyburn, Mr. Rogers and Mr. Blunt all voted “aye.”

The motion to approve the agenda, as amended, passed unanimously.

Approval of Minutes

A motion was made by Mr. Leamon to approve the minutes for the September 8, 2016 Regular Meeting. Mr. Lyburn seconded the motion.

Mayor Blunt requested a voice vote. All in favor, signify by saying “aye.” Mr. Alger, Mr. Cirbee, Mr. Leamon, Mr. Lyburn, Mr. Rogers and Mr. Blunt all voted “aye.”

The minutes for September 8, 2016 were unanimously approved.

Council Announcements

Mr. Alger thanked all attendees and all those who voted in the November elections.

Mr. Lyburn thanked everyone and wished all a Happy New Year and looks forward to moving the town ahead in 2017.

A member of the audience spoke out and requested an introduction of each member.

Mayor Blunt agreed and called upon each member to introduce themselves.

Introduction of Town Council Members

Mr. Alger stated he works in town and this is his first time being on council.

Mr. Lyburn stated he works for DOD and looks forward to serving another year on council.

Mr. Leamon stated he works for Arlington County government and this is his first council meeting.

Mayor Blunt stated he was previously Vice Mayor and was elected as Mayor in November of 2016.

Mr. Rogers stated he is retired and was appointed to fill a vacancy on council in November of 2016.

Mr. Cirbee stated he has been a participant in lots of council meetings, but this is his first time on this side. Mr. Cirbee further stated he owns two businesses in town.

Council Announcements (Con't)

Mr. Leamon recognized Jamie Whitaker and Caroline Piram for sponsoring and organizing the 7th annual Polar Plunge held at Dockside Restaurant on Saturday at 1:00 p.m. to raise money for student field trips. To date approximately \$2,000 was donated with donations still being accepted.

Mr. Cirbee thanked everyone and noted that in the forum a lot of promises were made and transparency and openness were his top priorities. Mr. Cirbee requested that citizens hold Council accountable and send comments to them or to the Town Clerk.

Mr. Rogers agreed with all previous comments and noted he looks forward to a productive year.

Mayor Blunt said thank you to all citizens who come to the meetings and noted that many of these same folks are the ones who volunteer.

Mayor Blunt also acknowledged the hard work by the Public Works Department in building the beautiful new Council tables and knee wall.

Mr. Cirbee also noted the Planning Commission meeting last week had a large turn-out of citizens. Mr. Cirbee further noted he believes there is a new momentum in the Commission.

Mayor Blunt agreed with Mr. Cirbee.

Presentations

Val Foulds, Town Manager reported that the report regarding the Historic District had been received.

Police Chief Danny Plott introduced two new hires in his Department, both of which will be starting at the Academy on Tuesday – Terri Grove and Tom Gray.

Vicki Roberson, School System reported that the School Board meeting had been rescheduled until next Wednesday.

Larry Roberson, Westmoreland County Supervisor reported that the James Monroe Center reconstruction is through the planning process.

Mr. Roberson expressed his satisfaction that the Town of Colonial Beach, the County of Westmoreland and the Town of Montross had cooperated on a Joint Resolution recognizing the Rappahannock EMS Council.

Maureen McCabe, Planning Commission reported that the Commission is finishing the Capital Improvement Plan and should have a copy to Council by next month.

Ms. McCabe noted the Commission had distributed an annual report.

Maureen McCabe, Downtown Colonial Beach reported that it held a citizen input session on December 3rd and results were distributed today and are available by request.

Mr. Cirbee reported that a contract will close on January 25 on the Riverview Inn property, which is in the revitalization area, with many improvements scheduled to begin.

Mayor Blunt noted that it appears that all the individual groups in town are on the same page and looking at the same goals.

Unfinished Business

There was no unfinished business.

New Business

Resolution #04-17, Resolution of the Council of the Town of Colonial Beach Authorizing the Issuance of a General Obligation Refunding Bond in a Principal Amount Not to Exceed \$930,000, Providing for the Form, Details and Payment of the Bond and Authorizing the Refunding of a Certain Prior Bond and Certain Related Actions

Mayor Blunt called upon Ms. Foulds to summarize the resolution.

Ms. Foulds reported that there was an outstanding bond with a 4.25 interest rate, which had been issued in 1999 and was to mature in 2039.

Ms. Foulds reached out to VML/VACO Finance to look to refinance the existing debt with more favorable conditions.

Ms. Foulds noted that Carter Bank offered 2.65 percent.

Ms. Foulds further noted that Mr. Webster Day was present to answer questions.

Ms. Foulds further noted that by refinancing the town would save \$238,000 over the term of the loan and would shorten the loan term by two years.

Mr. Rogers made a motion to adopt Resolution #04-17 for discussion purposes. Mr. Lyburn seconded the motion.

Mr. Cirbee suggested Mr. Rogers be involved as he was selected for his expertise in financial matters. Currently in the resolution, Article II, Section 2.1 calls for “any one of the Mayor, Vice Mayor, Town Manager and Town Treasurer” to take all actions necessary.

Mr. Cirbee also suggested that once a final draft is available that council also review and approve that.

Mr. Day responded to Mr. Cirbee that the persons named in Section 2.1 take care of refunding the old bond with the Department of Agriculture. In Section 2.4, that is where the Council would

authorize the Mayor, the Vice Mayor or the Town Manager to execute the bond. In Section 2.3, it determines the limits of the bond.

Mr. Day further noted this resolution was set up as the only action required by Town Council to take and that the bond would close within these parameters.

Mr. Cirbee noted that he believes Mr. Rogers needs to be involved. Mr. Cirbee stated he also wanted Council to have the opportunity to review and approve the bond before closing.

Mr. Rogers noted he will be at the closing as liaison, but not as a signatory.

Mr. Cirbee requested the wording in Section 2.3 be changed to reflect that.

Mr. Cirbee asked if the town was going to create a surplus line item and try to save the money.

Ms. Erard noted there is a motion before Council to vote on this resolution.

Mr. Cirbee would like to amend the resolution by adding Mr. Rogers' name to the list of people under "Details" and adding a final approval on the bond.

Mr. Rogers noted he has no problem with the "not to exceed" language or the interest rate of 2.65% and that he will be glad to be at the meeting to look over the documents upon closing.

Mr. Rogers recommended Council go ahead and accept the language as contained in the resolution and reiterated he will be at the closing as liaison representing Council.

Mr. Cirbee noted this is setting a precedent and that his main focus is process and procedure, dotting the I's and crossing the T's.

Mr. Cirbee again suggested Council amend the resolution to include Mr. Rogers' name.

Mr. Leamon called for the vote.

Mayor Blunt called for a roll call vote. Mr. Alger voted "aye," Mr. Leamon voted "aye," Mr. Cirbee voted "nay," Mr. Rogers voted "aye," and Mayor Blunt voted "aye." The motion to adopt Resolution #04-17, as written, passed with a 5-1 vote.

The motion to adopt Resolution #04-17 passed with a 5-1 vote.

Resolution #04-17

RESOLUTION OF THE COUNCIL OF THE TOWN OF COLONIAL BEACH AUTHORIZING THE ISSUANCE OF A GENERAL OBLIGATION REFUNDING BOND IN A PRINCIPAL AMOUNT

NOT TO EXCEED \$930,000, PROVIDING FOR THE FORM, DETAILS AND PAYMENT OF THE BOND AND AUTHORIZING THE REFUNDING OF A CERTAIN PRIOR BOND AND CERTAIN RELATED ACTIONS

The Town of Colonial Beach, a political subdivision of the Commonwealth of Virginia (the “Town”), has previously issued a general obligation bond, and the Council of the Town (the “Council”) desires to refund the bond.

The Council desires to provide for the issuance of its refunding bond, the proceeds of which will be used to refund the prior bond and pay the costs of issuing the refunding bond, to provide for the form, details and payment of the refunding bond and to authorize certain related actions.

BE IT RESOLVED BY THE COUNCIL OF THE TOWN OF COLONIAL BEACH:

ARTICLE I

Recitals; Definitions

Section 1.1. Incorporation of Recitals. The recitals above are found and determined to be a part of this resolution.

Section 1.2. Definitions. Whenever used in this resolution, unless a different meaning clearly appears from the context:

“Act” means the Public Finance Act of 1991 (Chapter 26, Title 15.2, Code of Virginia of 1950, as amended);

“Bond” means the Town’s general obligation bond as, when and if issued pursuant to this resolution.

“Refunded Bond” means the outstanding principal of and interest on the Town’s General Obligation Sewer Bond, Series of 1999, issued on August 26, 1999, in the original principal amount of \$1,160,500.

ARTICLE II

THE REFUNDING AND THE BOND

Section 2.1. Refunded Bond. The Council finds that it is in the best interests of the Town to undertake the refunding of the Refunded Bond. The Council authorizes and directs any one of the

Mayor, Vice Mayor, Town Manager and Town Treasurer to take all actions necessary or desirable to arrange for such refunding in accordance with this resolution.

Section 2.2. Authorization of Bond. The Council determines it to be advisable, necessary and expedient for the Town to borrow an amount not to exceed \$930,000, to provide funds, together with other funds that may be available, to refund the Refunded Bond and pay the costs of issuing the Bond. Pursuant to the Constitution of Virginia and the Public Finance Act of 1991, the Council authorizes the issuance and sale of the Bond.

The Bond shall be a general obligation of the Town, the principal of, premium, if any, and interest on which are payable from ad valorem taxes to be levied without limitation as to rate or amount on all property in the Town subject to taxation, to the extent other funds of the Town are not available and appropriated for such purpose, and a pledge of the full faith and credit of the Town.

To the extent permitted by Section 15.2-2601 of the Act, the Council elects to issue the Bond under the provisions of the Act without regard to the requirements, restrictions or other provisions contained in any charter or local or special act.

Section 2.3. Details of Bond. The Bond will be issued as a fully registered bond without coupons, in a principal amount not to exceed \$930,000. Each of the Mayor, Vice Mayor and Town Manager of the Town is authorized and directed to determine, before the issuance of the Bond, the principal amount of the Bond, the date of the Bond, the series designation, the interest rate or rates thereon or the means for determining such rate or rates, and the due dates and amounts of the installments of principal of and interest on the Bond, the provisions, if any, for optional redemption of the Bond, and all other details of the Bond, as long as:

- a. the final maturity of the Bond does not exceed 25 years from the date of the Bond;
- b. the principal amount of the Bond does not exceed the lesser of \$930,000 or the amount that is necessary to amortize the principal of and premium, if any, and interest on the Refunded Bond and pay all expenses reasonably incurred in the issuance of the Bond less the amount, if any, then in any sinking, escrow and other funds which are available for the payment of the principal, premium, if any, or interest on the Refunded Bond; and
- c. the interest rate on the Bond does not exceed 2.65% per annum.

The execution of the Bond as described in Section 2.4 of this resolution will conclusively evidence the details of the Bond as having been so determined as authorized by this resolution.

Section 2.4. Execution of Bond. The Bond shall bear the manual or facsimile signatures of the Mayor, Vice Mayor or Town Manager of the Town and shall bear a manually impressed or imprinted facsimile of the seal of the Town, attested by the manual or facsimile signature of the Clerk of the Town. In case any officer whose signature appears on the Bond ceases to be such officer before the delivery of the Bond, such signature shall nevertheless be valid and sufficient for all purposes, the same as if the officer had remained in office until such delivery. The Bond may be signed by such persons as at the actual time of its execution is the proper officers to sign the Bond although at the date of the Bond such persons may not have been such officers.

Section 2.5. Form of Bond. The Bond shall be in substantially the following form, with such appropriate variations, insertions and omissions as shall be consistent with this resolution:

FORM OF BOND

No. R-1

\$(amount)

UNITED STATES OF AMERICA
COMMONWEALTH OF VIRGINIA
TOWN OF COLONIAL BEACH
General Obligation Refunding Bond
Series 2017

Dated Date

[date

Registered Owner: Carter Bank & Trust

The Town of Colonial Beach, a political subdivision of the Commonwealth of Virginia (the “**Town**”), for value received, acknowledges itself indebted and promises to pay to the registered owner named above or registered assigns (the “**Bondholder**”), the principal sum of \$(amount), together with interest from the date of this bond on the unpaid installments at the rate stated or otherwise provided in this bond.

On August 1, 2017, and each February 1 and August 1 thereafter, the amount of accrued but unpaid interest on this bond shall be due and payable. On August 1, 2017, and each August 1

thereafter, an installment of principal of this bond shall be due and payable in accordance with the following schedule:

[schedule of principal payments]

On August 1, 2037, the entire indebtedness evidenced by this bond, including all accrued but unpaid interest and all principal then outstanding, shall be due and payable.

This bond shall bear interest at the per annum rate of 2.65%.

Interest on this bond will be calculated based on a 360-day year composed of twelve 30-day months.

The Council of the Town has designated this bond as a “qualified tax-exempt obligation,” as defined in Section 265(b)(3) of the Internal Revenue Code of 1986, as amended (the “**Code**”).

Principal of and interest on this bond are payable in lawful money of the United States of America.

Any payment on this bond shall be applied first to interest accrued to such payment date and then to principal.

Principal, premium, if any, and interest shall be payable in lawful money of the United States of America to the registered owner, at its address as it appears on the registration books kept for that purpose at the principal office of the Treasurer of the Town, who has been appointed registrar of this bond (the “**Registrar**”).

This bond has been authorized by a resolution duly adopted by the Council of the

Town on January 12, 2017 (the “**Resolution**”), and is issued pursuant to the Constitution and applicable statutes of the Commonwealth of Virginia, including the Public Finance Act of 1991 (Chapter 26, Title 15.2, Code of Virginia of 1950, as amended) to provide funds, together with other funds that may be available, to refund the outstanding principal of and interest on the Town’s General Obligation Sewer Bond, Series of 1999, issued on August 26, 1999, in the original principal amount of \$1,160,500.

A copy of the Resolution is on file at the office of the Registrar. Reference is made to the Resolution and any amendments to it for the provisions, among others, describing the pledge of the full faith and credit of the Town and covenants securing this bond, the nature and extent of the security, the terms and conditions upon which this bond is issued, the rights and obligations of the Town and the rights of the holder of this bond.

This bond and the premium, if any, and interest hereon are payable from ad valorem taxes to be levied without limitation as to rate or amount on all property in the Town subject to taxation to the extent other funds of the Town are not available and appropriated for such purpose, and a pledge of the full faith and credit of the Town. This bond and the premium, if any, and interest hereon shall not be deemed to constitute a pledge of the faith and credit of the Commonwealth of Virginia or any of its political subdivisions, except the

Town. Neither the faith and credit nor the taxing power of the Commonwealth of Virginia or any of its political subdivisions, except the Town, is pledged to the payment of the principal of, or premium, if any, and interest on, this bond.

Installments of principal due on this bond may be prepaid at the option of the Town at any time as a whole or in part from time to time (but if in part, in inverse order of their maturities), without premium.

This bond shall be governed by and construed in accordance with the laws of the Commonwealth of Virginia.

All acts, conditions and things required by the Constitution and statutes of the Commonwealth of Virginia to happen, exist or be performed precedent to and in the issuance of this bond have happened, exist and have been performed, and this bond, together with all other indebtedness of the Town, is within every debt and other limit prescribed by the Constitution and statutes of the Commonwealth of Virginia.

The Town has caused this bond to bear the manual signature of the Mayor, Vice Mayor or Town Manager of the Town, its seal to be imprinted or impressed hereon and attested by the manual signature of the Clerk of the Council of the Town, and this bond to be dated the date shown above.

SEAL

Attest:

[FORM OF BOND-NOT FOR SIGNATURE]

Clerk, Town of Colonial Beach

[FORM OF BOND-NOT FOR SIGNATURE]

Town Manager, Town of Colonial Beach

END OF BOND FORM

Remainder of page intentionally left blank.

Section 2.6. Registrar. The Treasurer of the Town is appointed Registrar for the Bond.

Section 2.7. Registration, Transfer and Exchange. The Town shall cause books for the registration and transfer of the Bond to be kept at the principal office of the Registrar, and the Council instructs the Registrar to keep such books and to make such registrations and transfers under such reasonable regulations as the Council or the Registrar may prescribe. Transfer of the Bond may be registered upon books maintained for this purpose at the office of the Registrar. Prior to due presentment for registration of transfer the Registrar shall treat the registered owner as the person exclusively entitled to payment of principal, premium, if any, and interest and the exercise of all other rights and powers of the owner.

Upon surrender for transfer or exchange of the Bond at such office, the Town shall execute and deliver in the name of the transferee or transferee a new Bond for the aggregate principal amount which the registered owner is entitled to receive, subject in each case to such reasonable regulations as the Council or the Registrar may prescribe. Any Bond presented for transfer, exchange, or payment, (if so required by the Council or the Registrar) shall be accompanied by a written instrument or instruments of transfer or authorization for exchange, in form and substance reasonably satisfactory to the Council and the Registrar, duly executed by the registered owner or by his duly authorized attorney-in-fact or legal representative. No Bond may be registered to bearer.

The new Bond delivered upon any transfer or exchange shall be a valid obligation of the Town, evidencing the same debt as the Bond surrendered, shall be secured by this Resolution and entitled to all of the security and benefits hereof to the same extent as the Bond surrendered.

Section 2.8. Charges for Exchange or Transfer. No service charge shall be made for any exchange or transfer of the Bond.

ARTICLE III

SALE OF BOND; APPLICATION OF PROCEEDS

Section 3.1. Preparation and Sale of Bond. The Council determines that it will be in the best interests of the Town and the Commonwealth of Virginia to sell the Bond to Carter Bank & Trust at a price of par. The Mayor, Vice Mayor, Town Manager and the Clerk of the Town are authorized and directed to take all proper steps to have the Bond prepared and executed in accordance with its terms.

Section 3.2. Application of Proceeds of Bond. The proceeds derived from the sale of the Bond shall be paid to, or at the direction of, the Town Manager or the Town Treasurer who shall use them to refund the Refunded Bond in full and pay the expenses reasonably incurred in issuing the Bond.

ARTICLE IV

COVENANTS

Section 4.1. Payment of Bond. The Town shall pay promptly, as provided in this resolution, the principal of, premium, if any, and interest on the Bond. Nothing in the Bond or in this Resolution shall be deemed to create or constitute an indebtedness of the Commonwealth of Virginia or any of its political subdivisions other than the Town, or a pledge of the full faith and credit of the Commonwealth of Virginia or of any of its political subdivisions other than the Town.

Section 4.2. Tax Rate Covenant. The Council covenants and agrees that so long the Bond is outstanding, to the extent other funds are not lawfully available and appropriated for timely payment of the Bond, the Council will levy and collect annually over and above all other taxes authorized or limited by law, an ad valorem tax, without limitation as to rate or amount, on all the taxable property in the Town in an amount sufficient to pay principal of, premium, if any, and interest on the Bond as the same become due and payable.

Section 4.3. Maintenance of Tax-Exempt Status.

(a) No Adverse Action: The Town shall not take any action that would adversely affect the exemption of any interest on the Bond from Federal income taxation and state income taxation. The Town shall, to the extent permitted by Virginia law, take all actions necessary to maintain the tax-exempt status of any interest on the Bond under Federal or Virginia law, including all actions necessary to comply with Section 103 or Sections 141 through 10 of the Internal Revenue Code of 1986, as amended (the "Code") or the regulations promulgated by the Treasury Department with respect thereto and the law of the Commonwealth of Virginia. Without limiting the generality of the foregoing, the Town shall comply with any provision of law which may require the Town at any time to rebate to the United States any part of the earnings derived from the investment of the gross proceeds of the Bond, unless the Town receives an opinion of nationally recognized bond counsel that such compliance is not required to prevent any interest on the Bond from being includable in the gross income for Federal income tax purposes of its registered owner under existing law.

(b) Arbitrage/Investment: The Town shall not take or approve any action, investment or use of the proceeds of the Bond which would cause the Bond to be an "arbitrage bond" within the meaning of Section 148 of the Code and the regulations thereunder. The Town shall not request or approve the use of the proceeds of the Bond other than in accordance with the Town's "non-arbitrage" certificate delivered at the time of the issuance of the Bond, unless the Town receives an opinion of bond counsel stating that such action will not adversely affect the tax exempt status of the Bond.

(c) Tax Compliance Agreement: Each of the Mayor, Vice Mayor, and Town Manager is authorized and directed to execute and deliver a tax compliance agreement regarding any matters described in Section (a) and (b) above and any other matters reasonably required by the initial purchaser of the Bond, which agreement shall be in such form and content as may be required by bond counsel to the Town.

(d) Non-Arbitrage and Other Certificates: The Mayor, Vice Mayor, Town Manager and such other officers as may be requested are authorized to sign appropriate certificates setting forth,

among other things, the expected use and investment of the proceeds of the Bond in order to show that such expected use and investment will not violate the provisions of Section 148 of the Code and regulations issued pursuant thereto, applicable to “arbitrage bonds.” Such certificates may also contain certain elections with regard to Section 148 of the Code and such officers are authorized to make such elections on behalf of the Town and the Council.

Section 4.4. Designation of Bond as Qualified Tax-Exempt Obligation. The Bond is not a private activity bond and is designated by the Council as a Qualified Tax-Exempt Obligation, as defined in Section 265(b)(3) of the Code. The Council represents and covenants as follows:

(i) The Council will in no event designate more than \$10,000,000 of obligations as qualified tax-exempt obligations in the current calendar year, including the Bond, for the purpose of Section 265(b)(3) of the Code;

(ii) The Town, all its “subordinate entities,” within the meaning of Section 265(b)(3) of the Code, and all entities which issue tax-exempt bonds on behalf of the Town and such subordinate entities have together not authorized to be issued more than \$10,000,000 of tax-exempt obligations in the current calendar year (not including “private activity bonds,” as defined in Section 141 of the Code), including the Bond;

(iii) The Town does not intend to issue tax-exempt obligations itself or approve the issuance of tax-exempt obligations of any of such other entities if the issuance of such tax-exempt obligations would, when aggregated with all other tax-exempt obligations theretofore issued by the Town and such other entities in the current calendar year, result in the Town and such other entities having issued a total of more than \$10,000,000 of tax-exempt obligations in such year (not including private activity bonds), including the Bond; and

(iv) The Council has no reason to believe that the Town and such other entities will issue in the current calendar year tax-exempt obligations in an aggregate amount that will exceed such \$10,000,000 limit;

provided however, that if the Town receives an opinion of nationally recognized bond counsel that compliance with any covenant set forth in (i) or (iii) above is not required for the Bond to be a qualified tax-exempt obligation, the Town need not comply with such restriction.

Section 4.5. Annual Financial Information. As long as the Bond is outstanding, the Town will provide the registered owner of the Bond a copy of the Town’s audited comprehensive annual financial report promptly after such report is available for each year.

ARTICLE V

MISCELLANEOUS

Section 5.1. Contract with Bondholder. The provisions of this resolution shall constitute a contract between the Town and the holder of the Bond for so long as the Bond is outstanding.

Section 5.2. Authority of Officers and Agents. The officers and agents of the Town shall do all acts and things required by them of this resolution and the Bond for the complete and punctual performance of all the terms, covenants and agreements contained therein. The appropriate officers of the Town are further authorized and empowered to take such other action as they may consider necessary or desirable to carry out the intent and purpose of this resolution, and the issuance of the Bond.

Section 5.3. Limitation of Liability of Officials of Town. No covenant, condition or agreement contained herein shall be deemed to be a covenant, agreement or obligation of an officer, employee or agent of the Town in his or her individual capacity, and no officer of the Town executing the Bond shall be liable personally on the Bond or be subject to any personal liability or accountability by reason of the issuance thereof. No officer, employee or agent of the Town shall incur any personal liability with respect to any other action taken by him or her pursuant to this resolution, provided he or she acts in good faith.

Section 5.4. Conditions Precedent. Upon the issuance of the Bond all acts, conditions and things required by the Constitution and statutes of the Commonwealth of Virginia or this resolution to have happened, exist and to have been performed precedent to or in the issuance of the Bond shall have happened, exist and have been performed.

Section 5.5. Headings. Any headings in this resolution are solely for convenience of reference and shall not constitute a part of the resolution nor shall they affect its meaning, construction or effect.

Section 5.6. Severability. If any court of competent jurisdiction shall hold any provision of this resolution to be invalid and unenforceable, such holding shall not invalidate any other provision of this resolution.

Section 5.7. Effective Date. This resolution shall take effect immediately.

Section 5.8. Filing of Resolution. The Clerk of the Council is authorized and directed to see to the immediate filing of a certified copy of this resolution with the Circuit Court of Westmoreland County, Virginia, pursuant to Section 15.2-2607 of the Public Finance Act of 1991.

The Clerk of the Town of Colonial Beach, Virginia, certifies that:

- (a) the foregoing is a true, complete and correct copy of a resolution adopted by the Council of the Town at a meeting of the Council held on January 12, 2017;
- (b) the meeting was a duly called, noticed and held regular meeting;
- (c) during the consideration of the foregoing resolution, a quorum was present; and

(d) the name of each member of Council voting on the adoption of the foregoing resolution and his or her vote were recorded at the meeting as follows:

Member	Attendance	Vote
Eddie Blunt, Mayor	X	Aye
Frank Alger, III	X	Aye
Stephen Cirbee	X	Nay
Dallas Leamon	X	Aye
Burkett Lyburn	X	Aye
Phil Rogers	X	Aye

SEAL

Clerk, Town of Colonial Beach

Resolution #01-17, Appointment of Vice Mayor

Mayor Blunt noted that typically the highest vote-getter from the previous election has become the vice mayor and that Mr. Leamon was the highest vote-getter.

Mr. Cirbee made a motion to adopt Resolution #01-17 as written. Mr. Lyburn seconded the motion.

Mayor Blunt requested a voice vote. All in favor, signify by saying "aye." Mr. Alger, Mr. Cirbee, Mr. Leamon, Mr. Lyburn, Mr. Rogers and Mr. Blunt all voted "aye."

The motion to adopt Resolution #01-17, as written, passed with a unanimous vote.

Resolution #01-17, Appointment of Vice Mayor

BE IT RESOLVED, that the Town Council, meeting in regular session on Thursday, January 12, 2017, hereby appoints Dallas Leamon as Vice Mayor for the Town of Colonial Beach.

Resolution #02-17, Establishment of dates and times for Regular Town Council meetings (Amends Res #41-16)

Mayor Blunt noted there was discussion about moving Town Council regular meeting dates and that the third Wednesday of each month at 6:00 p.m. appeared to be the selection of the majority.

Mr. Leamon made a motion to adopt Resolution #02-17 as written with the dates for the third Wednesday of each month. Mr. Alger seconded the motion.

Mr. Cirbee asked if the change affects the Planning Commission or the School Board.

Ms. Schick answered that the Planning Commission would work with Council’s schedule.

Mayor Blunt further discussed scheduling Work Sessions on an as-needed basis.

Ms. Erard recommended a separate vote on the issue of eliminating the calendar for work sessions.

Mayor Blunt requested a roll call vote. All in favor, signify by saying “aye.” Mr. Alger voted “aye,” Mr. Cirbee vote “aye,” Mr. Leamon voted “aye,” Mr. Lyburn voted “aye,” Mr. Rogers voted “aye,” and Mayor Blunt voted “aye.”

The motion to adopt Resolution #02-17, as written with the dates for the third Wednesday of each month, passed with a unanimous vote.

Resolution #02-17 (Amends Res #41-16), Establishment of dates and times for regular Town Council meetings

WHEREAS, Section 15.2-1416 of the Code of Virginia requires that the Town Council establish its regular meeting schedule by resolution.

NOW THEREFORE BE IT RESOLVED, that the following dates have been established for the Town Council Regular Meetings:

Wednesday	February 15, 2017	6:00 p.m.
Wednesday	March 15, 2017	6:00 p.m.
Wednesday	April 19, 2017	6:00 p.m.
Wednesday	May 17, 2017	6:00 p.m.
Wednesday	June 21, 2017	6:00 p.m.
Wednesday	July 19, 2017	6:00 p.m.
Wednesday	August 16, 2017	6:00 p.m.
Wednesday	September 20, 2017	6:00 p.m.
Wednesday	October 18, 2017	6:00 p.m.
Wednesday	November 15, 2017	6:00 p.m.
Wednesday	December 20, 2017	6:00 p.m.

BE IT FURTHER RESOLVED, that all meetings shall be held in the Colonial Beach Town Center, 22 Washington Avenue, Colonial Beach, Virginia.

Town Council Work Sessions

Mayor Blunt noted there had been ongoing discussion among Council members about eliminating the schedule for Work Sessions and calling a meeting to hold a Work Session on an as-needed basis.

Mayor Blunt further noted the role of the liaisons would serve to coordinate between town departments and Town Council.

Mr. Cirbee noted that work sessions serve to work out discussions on individual resolutions and ordinances, which then would be presented for a vote at the next regular Town Council meeting. Mr. Cirbee would like to insure that Council take the necessary time to discuss issues.

Mr. Rogers agrees with Mr. Cirbee, and noted Council could have more than one work session a month as issues arise.

Ms. Erard asked if there was a motion to eliminate the remaining Work Sessions that have been scheduled for Town Council on the fourth Thursday of each month?

Motion to Adopt

Mr. Leamon made a motion to eliminate the Work Sessions and schedule Work Sessions on an as-needed basis. Mr. Lyburn seconded the motion.

Mr. Cirbee stated his preference to keep the Work Sessions schedule and cancel meetings if they are not needed.

Ms. Erard reported that, under State law, meetings could only be cancelled under certain circumstances.

Mr. Lyburn suggested scheduling the first Wednesday of each month for Work Sessions.

Mayor Blunt believes that Council's time would be better served if work sessions are called when needed.

Mayor Blunt suggested holding work sessions on Saturday mornings.

Mayor Blunt requested a voice vote. All in favor, signify by saying "aye." Mr. Alger, Mr. Cirbee, Mr. Leamon, Mr. Lyburn, Mr. Rogers and Mr. Blunt all voted "aye."

The motion to adopt Resolution #06-17, as written, passed with a unanimous vote.

RESOLUTION #06-17, Eliminates the remaining Work Sessions that have been scheduled for Town Council on the fourth Thursday of each month

NOW, THEREFORE BE IT RESOLVED that the Colonial Beach Town Council, at a regular meeting on January 12, 2017, hereby eliminates the remaining Work Sessions that have been scheduled for Town Council on the fourth Thursday of each month and hereby determines that Town Council Work Sessions will be scheduled on as “as needed” basis with the posting of appropriate legal notice.

Resolution #03-17, Adoption of 2017 Bylaws and Rules of Procedure

Mr. Cirbee made a motion to adopt Resolution #03-17. Mr. Alger seconded the motion.

Mr. Cirbee believes this resolution puts the cart before the horse.

Ms. Erard noted this resolution calls for Council to adopt the 2016 ByLaws and then two members of Council would make recommended changes and return to Council for discussion and approval.

Mayor Blunt read the “Be it resolved” paragraph of Resolution #03-17.

Mayor Blunt requested a roll call vote. All in favor, signify by saying “aye.” Mr. Alger voted “aye,” Mr. Cirbee vote “aye,” Mr. Leamon voted “aye,” Mr. Lyburn voted “aye,” Mr. Rogers voted “aye,” and Mayor Blunt voted “aye.”

The motion to adopt Resolution #03-17, as written, passed with a unanimous vote.

Resolution #03-17, Adoption of 2017 Bylaws and Rules of Procedure

BE IT RESOLVED, that the Town Council meeting in regular session, Thursday, January 12, 2017 hereby adopts the attached 2016 Bylaws and Rules of Procedure; and

BE IT FURTHER RESOLVED that a Council committee comprised of Mayor Blunt and one Town Council member will review the bylaws and submit recommended changes to the Town Council for review and approval at a later meeting.

Citizen Input

Joyce Gunderson, congratulated the new members and suggested Council hold a Saturday meeting for the tourists.

Hank West reported that he heard the town called his neighbors and said they would no longer collect tree trimmings.

Mr. West requested Council take action on this to see what is going on.

Mr. Cirbee spoke up and asked if, as citizens express concerns, if there is a mechanism to record and follow up on those concerns.

Robin Schick, Chair, Planning Commission noted the outreach committee received 347 views on Facebook.

The Commission is working on updates to the CIP and mural regulations, as well as updating the Comprehensive Plan.

Peter Fahrney, Riverview Drive recommended council members leave the microphones on as there is a lag upon turning the mic on and speaking; and recommended members speak into the microphone.

Betty Whitestone reminded Council she is not in charge of tourism.

Al Vega, 209 Santa Maria Avenue asked what is the timeline for Council to appoint liaisons so the public can know to which member to bring a concern.

Mayor Blunt answered that will be done very soon. Mayor Blunt further responded the appointments would be posted on the website.

Eric Christensen, 18 Washington Avenue asked what process Council will use to appoint a new interim member.

Closed Meeting

Mr. Leamon made a motion to go into closed meeting pursuant to VA Code Section 2.2-3711(A)(1) for the purpose of the discussion and interviewing of candidates for appointment to Town Council to fill a portion of the unexpired term of Mr. Blunt. Mr. Cirbee seconded the motion.

Mayor Blunt requested a voice vote. All in favor, signify by saying "aye." Mr. Alger, Mr. Cirbee, Mr. Leamon, Mr. Lyburn, Mr. Rogers and Mr. Blunt all voted "aye."

The motion to go into a closed meeting passed with a unanimous vote.

At 8:13 p.m. Council went into closed session.

Reconvene

At 8:28 p.m. Mayor Blunt reconvened the meeting.

Certification

Mr. Leamon made a motion to Certify that only such matters that were identified in the motion to go into closed meeting were heard or considered during the closed meeting. Mr. Lyburn seconded the motion.

Mr. Leamon said "I so certify," Mr. Alger said "I so certify," Mr. Lyburn said "I so certify," Mr. Cirbee said "I so certify," Mr. Rogers said "I so certify," and Mayor Blunt said "I so certify."

Resolution #05-17, Appointment of Interim Town Council Member

Mr. Leamon made a motion to adopt Resolution #05-17. Mr. Cirbee seconded the motion.

Ms. Erard asked "What is the name?" Mayor Blunt and Mr. Leamon both answered "Bill Dellar." The name "William L. Dellar" was added to Resolution #05-17.

Mayor Blunt requested a roll call vote. All in favor, signify by saying "aye." Mr. Alger voted "aye," Mr. Cirbee vote "aye," Mr. Leamon voted "aye," Mr. Lyburn voted "nay," Mr. Rogers voted "aye," and Mayor Blunt voted "aye."

The motion to adopt Resolution #05-17 passed with a 5-1 vote.

RESOLUTION #05-17, APPOINTMENT OF INTERIM TOWN COUNCIL MEMBER

WHEREAS a vacancy of a member of Town Council was created on December 31, 2016 by the resignation of Edward T. Blunt, Sr.; and

WHEREAS Edward T. Blunt, Sr. was elected by the citizens to serve on the Colonial Beach Town Council for a term commencing on January 1, 2015 and ending on December 31, 2018; and

WHEREAS Va. Code §§ 24.2-226 and 24.2-228, and § 3 of the Colonial Beach Town Charter, authorize the Colonial Beach Town Council to appoint an interim member of Council until such time as a member of Council is elected by special election on November 7, 2017 and qualifies for office.

NOW, THEREFORE BE IT RESOLVED that the Colonial Beach Town Council, at a regular meeting on January 12, 2017, hereby appoints William L. Dellar to fill a portion of the unexpired term of Edward T. Blunt, Sr., beginning on January 12, 2017 and ending after a special election has been conducted, and the person elected qualifies for office.

Adjournment/Recess

Mr. Leamon made a motion to adjourn. Mr. Cirbee seconded the motion.

Mayor Blunt requested a voice vote. All in favor, signify by saying “aye.” Mr. Alger, Mr. Cirbee, Mr. Leamon, Mr. Lyburn, Mr. Rogers and Mr. Blunt all voted “aye.”

The motion to adjourn passed with a unanimous vote.

At 8:30 p.m. the meeting was adjourned.

Kathleen Flanagan, Town Clerk