

TO: The Honorable Board of Supervisors

FROM: F. Craig Meadows, County Administrator  
L. Carol Edmonds, Deputy County Administrator

DATE: October 26, 2015

**SUBJECT: AGENDA REPORT**

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**I. CALL TO ORDER**

**II. INTO CLOSED MEETING**

BE IT RESOLVED, The Board of Supervisors hereby enters into Closed Meeting for the purpose of discussing the following:

Section 2.2-3711 (3) Discussion or Consideration of the Acquisition of Real Property for Public Purpose, or of the Disposition of Publicly Held Real Property, Where Discussion in an Open Meeting Would Adversely Affect the Bargaining Position or Negotiating Strategy of the Public Body

1. Former Blacksburg High School
2. Former Blacksburg Middle School

(1) Discussion, Consideration or Interviews of Prospective Candidates for Employment, Assignment, Appointment, Promotion, Performance, Demotion, Salaries, Disciplining or Resignation of Specific Officers, Appointees or Employees of Any Public Body

1. Personnel

**III. OUT OF CLOSED MEETING**

BE IT RESOLVED, The Board of Supervisors ends their Closed Meeting to return to Regular Session.

#### **IV. CERTIFICATION OF CLOSED MEETING**

WHEREAS, The Board of Supervisors of Montgomery County has convened a Closed Meeting on this date pursuant to an affirmative recorded vote and in accordance with the provisions of the Virginia Freedom of Information Act; and

WHEREAS, Section 2.2-3711 of the Code of Virginia requires a certification by the Board that such Closed Meeting was conducted in conformity with Virginia law.

NOW, THEREFORE, BE IT RESOLVED, That the Board of Supervisors of Montgomery County, Virginia hereby certifies that to the best of each member's knowledge (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed meeting to which this certification resolution applies, and (ii) only such public business matters as were identified in the motion conveying the closed meeting were heard, discussed or considered by the Board.

VOTE

AYES

NAYS

ABSENT DURING VOTE

ABSENT DURING MEETING

#### **V. INVOCATION**

#### **VI. PLEDGE OF ALLEGIANCE**

#### **VII. PRESENTATIONS, RECOGNITIONS AND AWARDS**

##### **A. MONTGOMERY TOURISM DEVELOPMENT COUNCIL**

Lisa Bleakley, Executive Director, will provide an update on tourism activities. Ms. Bleakley will also recognize David Pearce who designed the Holiday Ornament that will be representing Montgomery County on the holiday tree at the Virginia Executive Mansion.

## VIII. PUBLIC HEARING

### A. SUBJECT: BOARD OF SUPERVISORS

The following public hearings were advertised pursuant to law in the “NEW RIVER VALLEY” Section of the Roanoke Times on October 2 and October 9, 2015:

1. A request by **Charles Lewis Wheeling & Willie Doyle Wheeling (Agent: Gentry Locke Rakes & Moore LLP)** to amend conditions of a Special Use Permit (R-FY-09-38) previously approved October 14, 2008 to allow a 135 ft. telecommunications tower, as follows:
  - Amend Condition No. 2 to reference the plans prepared by Warren William & Associates (WW&A), dated May 19, 2015, as supplemented by the plans prepared by Mead & Hunt, last revised on August 24, 2015, and filed with the SUP application for this property submitted to Montgomery County in 2015.
  - Amend Condition No. 3, to remove the flush mount requirement that the outer face of antennas not exceed 12 inches from the face of the pole, and add language allowing the use of a low-profile antenna mount (distance between the face of the pole and out face of antennas not to exceed 72 inches). Tower shall be of a “monopole stealth design” and painted brown (Wooden Cabin or similar). All wiring and cables shall be located inside the pole structure.
  - Amend Condition No. 5, to allow platforms above the tree line; however, no dishes shall be permitted above the tree line.

The property is located at **174 Friendship Road** and is identified as Tax Parcel No. 082-A-158 (Acct # 020687) in the Shawsville Magisterial District (District C). The 24.19 acre parcel is zoned Agricultural (A-1) and currently lies in an area designated as Resource Stewardship in the 2025 Comprehensive Plan.

2. A request by **Sandra Gail Jordan (Agent: Gentry Locke Rakes & Moore LLP)** to amend conditions of a Special Use Permit (R-FY-09-29) previously approved September 8, 2008 to allow a 165 ft. telecommunications tower, as follows:
  - Amend Condition No. 2 to reference the plans prepared by Mead & Hunt, last revised on August 24, 2015, and filed with the SUP application for this property submitted to Montgomery County in 2015.
  - Amend Condition No. 3, to remove the flush mount requirement that the outer face of antennas not exceed 12 inches from the face of the pole, and add language allowing the use of a low-profile antenna mount (distance between the face of the pole and out face of antennas not to exceed 72 inches). Tower shall be of a “monopole stealth design” and painted brown (Wooden Cabin or similar). All wiring and cables shall be located inside the pole structure.

- Amend Condition No. 5, to allow platforms above the tree line; however, no dishes shall be permitted above the tree line.

The property is located at **473 Alleghany Spring Rd** and is identified as Tax Parcel No. 83-A-27; 27D (Acct # 026123) in the Shawsville Magisterial District (District C). The property is zoned Agricultural (A-1) and currently lies in an area designated as Village Expansion/Resource Stewardship in the 2025 Comprehensive Plan.

3. A request by **Den Hill Road, LLC. (Agent: Gentry Locke Rakes & Moore LLP)** to amend conditions of a Special Use Permit (R-FY-09-63) previously approved on November 24, 2008 to allow a 120 ft. telecommunications tower, as follows:

- Amend Condition No. 2 to reference the plans prepared by Mead & Hunt, last revised on August 21, 2015, and filed with the SUP application for this property submitted to Montgomery County in 2015.
- Amend Condition No. 3 to remove the modified flush mount requirement that the outer face of antennas not exceed 12 inches from the face of the pole in the top position, remove language allowing Verizon to collocate with a modified flush mount design, and add language allowing the use of a low-profile antenna mount (distance between the face of the pole and out face of antennas not to exceed 72 inches). Tower shall be of a “monopole stealth design” and painted brown (Wood Cabin or similar color brown). All wiring and cables shall be located inside the pole structure.
- Amend Condition No. 5, to allow platforms above the tree line; however, no dishes shall be permitted above the tree line.

The property is located at **906 Den Hill Road** and is identified as Tax Parcel No. 68-A-145 (Acct # 006179) in the Mount Tabor Magisterial District (District C). The 44.923 acre parcel is zoned Agricultural (A-1) and currently lies in an area designated as Resource Stewardship in the 2025 Comprehensive Plan.

4. A request by **Charles McDonald Wall & Richard F. Wall (Agent: Gentry Locke Rakes & Moore LLP)** to amend conditions of a Special Use Permit (R-FY-09-39) previously approved on October 14, 2008 to allow a 135 ft. telecommunications tower, as follows:

- Amend Condition No. 2 to reference the plans prepared by Warren William & Associates (WW&A), dated May 19, 2015, and filed with the SUP application for this property submitted to Montgomery County in 2015.
- Amend Condition No. 3, to remove the flush mount requirement that the outer face of antennas not exceed 12 inches from the face of the pole, and add language allowing the use of a low-profile antenna mount

(distance between the face of the pole and out face of antennas not to exceed 72 inches). Tower shall be of a “monopole stealth design” and painted brown (Wooden Cabin or similar). All wiring and cables shall be located inside the pole structure.

- Amend Condition No. 5, to allow platforms above the tree line; however, no dishes shall be permitted above the tree line.

The property is located at **1483 Matamoros Lane** and is identified as Tax Parcel No. 52-A-100 (Acct # 020270) in the Prices Fork Magisterial District (District E). The 64 acre parcel is zoned Agricultural (A-1) and currently lies in an area designated as Resource Stewardship in the 2025 Comprehensive Plan.

5. A request by **Phillips Family Trust (Agent: Gentry Locke Rakes & Moore LLP)** to amend conditions of a Special Use Permit (R-FY-09-19) previously approved on August 11, 2008 to allow a 100 ft. telecommunications tower, as follows:

- Amend Condition No. 2 to reference the plans prepared by Warren William & Associates (WW&A), dated May 19, 2015, as supplemented by the plans prepared by Mead & Hunt, last revised August 24, 2015 and filed with the SUP application for this property submitted to Montgomery County in 2015.
- Amend Condition No. 3, to remove the flush mount requirement that the outer face of antennas not exceed 12 inches from the face of the pole, and add language allowing the use of a low-profile antenna mount (distance between the face of the pole and out face of antennas not to exceed 72 inches). Tower shall be of a “monopole stealth design” and painted brown (Wooden Cabin or similar). All wiring and cables shall be located inside the pole structure.
- Amend Condition No. 5, to allow platforms above the tree line; however, no dishes shall be permitted above the tree line.

The property is located at **3160 Riner Road** and is identified as Tax Parcel No. 106-4-10B;10A;1 (Acct # 014354) in the Riner Magisterial District (District D). The 58.893 acre parcel is zoned Agricultural (A-1) and currently lies in an area designated as Resource Stewardship in the 2025 Comprehensive Plan.

6. A request by **Vickie Jean Gruver, ET AL (Agent: Gentry Locke Rakes & Moore LLP)** to amend conditions of a Special Use Permit (R-FY-07-38) previously approved on September 11, 2006 to allow a 120 ft. telecommunications tower, as follows:

- Amend Condition No. 2 to reference the plans prepared by Warren William & Associates (WW&A), dated May 19, 2015, as supplemented by the plans prepared by Mead & Hunt, last revised on August 24, 2015 and filed with the SUP application for this property submitted to Montgomery County in 2015.

- Amend Condition No. 3 to remove the flush mount requirement that the outer face of antennas not exceed 12 inches from the face of the pole, and add language allowing the use of a low-profile antenna mount (distance between the face of the pole and out face of antennas not to exceed 72 inches). Tower shall be of a “monopole stealth design” and painted brown (Twisted Branch or similar). All wiring and cables shall be located inside the pole structure.
- Amend Condition No. 5, to allow platforms above the tree line; however, no dishes shall be permitted above the tree line.

The property is located at **4180 Pandapas Pond Road** and is identified as Tax Parcel No. 14-A-2D (Acct # 190148) in the Mount Tabor Magisterial District (District A). The 11.884 acre parcel is zoned General Business (GB) and currently lies in an area designated as Resource Stewardship in the 2025 Comprehensive Plan.

7. A request by **Walter T. & Sherry K. Saville (Agent: Gentry Locke Rakes & Moore LLP)** to amend conditions of a Special Use Permit (R-FY-09-141) previously approved on April 13, 2009 to allow a 152 ft. telecommunications tower, as follows:

- Amend Condition No. 2 to reference the plans prepared by Mead & Hunt, revised August 21, 2015, and filed with the SUP application for this property submitted to Montgomery County in 2015.
- Amend Condition No. 5 to remove the flush mount requirement that the outer face of antennas not exceed 12 inches from the face of the pole, and add language allowing the use of a low-profile antenna mount (distance between the face of the pole and out face of antennas not to exceed 72 inches). Tower shall be of a “monopole stealth design” and painted brown (Umbra). All wiring and cables shall be located inside the pole structure.
- Delete Condition No. 7, requiring no platforms or dishes be permitted above the tree line.

The property is located at **2418 Poverty Creek Road** and is identified as Tax Parcel No. 38-A-153 (Acct # 016650) in the Prices Fork Magisterial District (District E). The 7.743 acre parcel is zoned Agricultural (A-1) and currently lies in an area designated as Rural in the 2025 Comprehensive Plan.

8. A request by **Virginia Tech Foundation, Inc. (Agent: Gentry Locke Rakes & Moore LLP)** to amend conditions of a Special Use Permit (R-FY-09-140) previously approved on April 13, 2009 to allow a 125 ft. telecommunications tower, as follows:

- Amend Condition No. 2 to reference the plans prepared by Mead & Hunt, revised on August 21, 2015, and filed with the SUP application for this property submitted to Montgomery County in 2015.

- Amend Condition No. 4 to remove the flush mount requirement that the outer face of antennas not exceed 12 inches from the face of the pole, and add language allowing the use of a low-profile antenna mount (distance between the face of the pole and out face of antennas not to exceed 72 inches). Tower shall be of a “monopole stealth design” and painted brown (Umbra) matte finish. All wiring and cables shall be located inside the pole structure.
- Delete Condition No. 6 requiring no platforms or dishes be permitted above the tree line.

The property is located at **2797 Stroubles Creek Road** and is identified as Tax Parcel No. 65-A-5 (Acct # 021713) in the Prices Fork Magisterial District (District E). The property is zoned Agricultural (A-1) and currently lies in an area designated as Resource Stewardship in the 2025 Comprehensive Plan.

See TAB A for information pertaining to all eight (8) public hearings.

Action from Public Hearings

## **IX. PUBLIC ADDRESS**

## **X. INTO WORK SESSION**

BE IT RESOLVED, The Board of Supervisors hereby enters into Work Session for the purpose of discussing the following:

1. FY 15 Year-End Report
2. Revenue Sharing – FY 17

## **XI. OUT OF WORK SESSION**

BE IT RESOLVED, The Board of Supervisors ends their Work Session to return to Regular Session.

1. Action Following Work Session

## **XII. ADDENDUM**

## **XIII. CONSENT AGENDA**

**XIV. NEW BUSINESS**

**A. SUBJECT:**

**PUBLIC SERVICE AUTHORITY –  
CONVERSION OF THE AUTHORITY TO A  
DEPARTMENT WHEN THE GENERAL  
ASSEMBLY GRANTS THE COUNTY THE  
AUTHORITY TO REQUIRE MANDATORY  
CONNECTIONS TO WATER AND SEWAGE  
SYSTEMS**

**R-FY-16-**

**RESOLUTION APPROVING THE REQUEST BY THE MONTGOMERY COUNTY  
PUBLIC SERVICE AUTHORITY FOR THE COUNTY TO PHASE OUT THE AFFAIRS  
OF THE PUBLIC SERVICE AUTHORITY AND TAKE OVER THE DUTIES AND  
OBLIGATIONS OF THE AUTHORITY CONDITIONED UPON THE COUNTY FIRST  
OBTAINING FROM THE GENERAL ASSEMBLY THE POWER TO REQUIRE  
MANDATORY CONNECTIONS TO WATER AND SEWAGE SYSTEMS**

WHEREAS, The Montgomery County Board of Supervisors created the Montgomery County Public Service Authority (“the PSA”) to provide water and sewer utility service to the unincorporated areas of the County of Montgomery, Virginia; and

WHEREAS, The PSA has established a water and sewage system serving the citizens living and working in the unincorporated area of the County of Montgomery, Virginia; and

WHEREAS, On August 3, 2015, the Board of the Montgomery County Public Service Authority adopted a Resolution requesting the Board of Supervisors of the County of Montgomery, Virginia to take over the PSA’s functions of providing water and sewage service; to assume all the obligations of the PSA; to acquire all the assets of the PSA and to begin the process of phasing out the affairs of the PSA; and

WHEREAS, The Board of Supervisors desires to take over the functions of the PSA; to assume all the obligations of the PSA; acquire all the assets of the PSA and begin the process of phasing out the affairs of the PSA conditioned upon the County first obtaining authority from the General Assembly to require mandatory connections to water and sewage systems; and

WHEREAS, The PSA has mandatory connection authority under Virginia Water and Waste Authority Act but the County of Montgomery does not and the Board of Supervisors believe that mandatory connection authority is needed before the County takes over the functions of the PSA.

NOW, THEREFORE, BE IT RESOLVED, By the Board of Supervisors of the County of Montgomery, Virginia that the Board of Supervisors hereby approves the request by the PSA to take over the functions of the PSA of providing water and sewage service; to assume all the obligations of the PSA; to acquire all the assets of the PSA; and begin the process of phasing out the affairs of the PSA conditioned upon the County first obtaining from the Virginia General Assembly the authority to require mandatory connections to water and sewage systems.

ISSUE/PURPOSE: Approve the PSA request to take over the function of the PSA upon obtaining from the Virginia General Assembly the authority to require mandatory connections to water and sewage systems.

JUSTIFICATION: On August 3, 2015, the Board of the Montgomery County Public Service Authority adopted a Resolution requesting the Board of Supervisors of to take over the PSA's functions. This resolution approves the PSA's request and will take over the functions of the PSA upon obtaining from the General Assembly the authority to require mandatory connections to water and sewage systems.

**B. SUBJECT: REFINANCE EDA 2008 BONDS**

**R-FY-16-  
RESOLUTION APPROVING A PLAN TO REFINANCE CERTAIN PUBLIC  
FACILITIES PROJECTS THROUGH THE ISSUANCE OF PUBLIC FACILITIES  
LEASE REVENUE REFUNDING BONDS BY THE ECONOMIC DEVELOPMENT  
AUTHORITY OF MONTGOMERY COUNTY, VIRGINIA**

WHEREAS, The Economic Development Authority of Montgomery County, Virginia, formerly the Industrial Development Authority of Montgomery County, Virginia (the "Authority"), was created under and is authorized to exercise all the powers set forth in the Industrial Development and Revenue Bond Act, Title 15.2, Chapter 49, Code of Virginia, as amended (the "Act"), which include, among other things, the powers (a) to make loans to, among others, a county in furtherance of the Act, (b) to finance or refinance facilities and lease facilities for use by, among others, a county, (c) to issue its revenue bonds, notes and other obligations from time to time for such purposes and (d) to pledge all or any part of its revenues and receipts derived from payments received by the Authority in connection with its loans or from the leasing by the Authority of such facilities or

from any source as security for the payment of principal of and interest on any such obligations; and

WHEREAS, The Authority previously issued its \$77,000,000 Public Facilities Lease Revenue Bonds (Public Projects), Series 2008 (the “Series 2008 Bonds”), and loaned the proceeds thereof to Montgomery County, Virginia (the “County”), to finance costs related to the design, acquisition, construction, renovation, expansion and equipping of (a) a renovated County Public Safety Building, (b) improvements and renovations to the County Jail, (c) a stadium at Blacksburg High School, (d) two new public schools (the “Elliston School” and the “New School”) (together, the “Schools Project”), (e) a new County Courthouse Building and the land on which it is located (the “Courthouse Project”) and (f) to the extent funds were available, other County or School capital projects, as well as for reimbursement to the County for the cost of purchase of land for public school and other County use (collectively, the “Project”); and

WHEREAS, As security for the repayment of the Series 2008 Bonds, the Authority entered into (a) a Ground Lease dated as of August 1, 2008 (the “Original Ground Lease”), with the County and the Montgomery County School Board (the “School Board”), pursuant to which the County and the School Board leased to the Authority certain real property (both the land and the improvements thereon) consisting of (i) the Courthouse Project, (ii) the Elliston School and (iii) the Blacksburg High School (which, by the terms of the Original Ground Lease, was later released and the New School substituted as collateral) (collectively, the “Leased Property”), and (b) a Financing Lease dated as of August 1, 2008 (the “Original Financing Lease”), with the County, pursuant to which the Authority leased back to the County the Leased Property in exchange for which the County undertook to make rental payments sufficient to cover the annual debt service on the Series 2008 Bonds and other costs related to the financing; and

WHEREAS, The County desires to refinance the Project and realize debt service savings by requesting the Authority to issue its public facilities lease revenue refunding bonds (the “Series 2016 Bonds”), and use the proceeds thereof to (a) refund all or a portion of the Series 2008 Bonds (such refunded portion, the “Refunded Bonds”), (b) fund a reserve fund, if desired to improve the marketing of the Series 2016 Bonds, and (c) pay the related costs of issuing the Series 2016 Bonds and refunding the Refunded Bonds; and

WHEREAS, The County proposes that the Authority issue the Series 2016 Bonds as additional parity bonds under the terms of a supplement to the Indenture of Trust dated as of August 1, 2008 (the “Master Indenture”), between the Authority and U.S. Bank National Association, as trustee (the “Trustee”), and secure the Series 2016 Bonds by the same collateral securing the Series 2008 Bonds by amending the various lease financing documents described below; and

WHEREAS, There have been presented to this meeting drafts of the following documents (collectively, the “Documents”) providing for the issuance and sale of the Series 2016 Bonds and the refunding of the Refunded Bonds, copies of which shall be filed with the records of the County:

- (a) First Supplemental Indenture of Trust (together with the Master Indenture, the “Indenture”), between the Authority and the Trustee, and which is to be acknowledged and consented to by the County, that supplements the terms of the Master Indenture and includes the form of the Series 2016 Bonds;
- (b) Preliminary Official Statement of the Authority relating to the public offering of the Series 2016 Bonds (the “Preliminary Official Statement”);
- (c) Continuing Disclosure Agreement (attached as Appendix E to the Preliminary Official Statement), pursuant to which the County agrees to undertake certain continuing disclosure obligations with respect to the Series 2016 Bonds;
- (d) Notice of Sale (attached as Appendix F to the Preliminary Official Statement) (the “Notice of Sale”) (applicable only if the Series 2016 Bonds are sold through a competitive sale);
- (e) First Amendment to Ground Lease (the “First Amendment to Ground Lease”), amending the Original Ground Lease (as amended, the “Amended Ground Lease”), between the Authority, the School Board and the County, conveying to the Authority a leasehold interest in Leased Property;
- (f) First Amendment to Financing Lease (the “First Amendment to Financing Lease”), amending the Original Financing Lease (as amended, the “Amended Financing Lease”), between the Authority and the County, leasing the Leased Property back to the County in exchange for payments of Basic Rent and Additional Rent;
- (g) First Amendment to Assignment of Rents and Leases (the “First Amendment to Assignment”), amending the Assignment of Rents and Leases dated as of August 1, 2008, each between the Authority and the Trustee and consented to by the County, assigning to the Trustee certain rights of the Authority under the Ground Lease and the Financing Lease; and
- (h) First Amendment to Option Agreement (the “First Amendment to Option Agreement”), amending an Option Agreement dated as of August 1, 2008, each between the Authority, the County and the School Board.

**NOW, THEREFORE, BE IT RESOLVED, BY THE BOARD OF SUPERVISORS OF MONTGOMERY COUNTY, VIRGINIA:**

1. The following plan for refinancing the Project and refunding the Refunded Bonds is hereby approved: (a) the Authority shall issue the Series 2016 Bonds in an aggregate principal amount not to exceed \$61,500,000, (b) the County and the School Board will lease the Leased Property to the Authority pursuant to the terms of the Amended Ground Lease, with an expiration not later than December 31, 2038, and (c) the Authority will lease the Leased Property back to the County pursuant to the terms of the Amended Financing Lease, with an expiration not later than December 31, 2030. Pursuant to the Amended Financing Lease, the County will undertake to make certain payments of Basic Rent and Additional Rent (each term as defined in the Amended Financing Lease) to the Authority in amounts sufficient to amortize the Series 2016 Bonds and the unrefunded Series 2008 Bonds (if any), to pay the fees and expenses of the

Authority and the Trustee and to pay certain other related costs. The obligation of the Authority to pay principal of and premium, if any, and interest on the Series 2016 Bonds will be limited to payments of Basic Rent and certain Additional Rent received from the County. The Series 2016 Bonds will be secured, on a parity with the unrefunded Series 2008 Bonds (if any), by an assignment of the payments of Basic Rent and certain Additional Rent due under the Amended Financing Lease, all for the benefit of the holders of the Series 2016 Bonds and the unrefunded Series 2008 Bonds (if any). The undertaking by the County to make payments of Basic Rent and Additional Rent will be subject to the appropriation by the Board of Supervisors of the County (the "Board of Supervisors") from time to time of sufficient amounts for such purposes. Upon an event of default or an event of non-appropriation by the Board of Supervisors under the Amended Financing Lease, the Authority shall have the right to exercise any remedies provided in the Amended Financing Lease, including the right to terminate the Amended Financing Lease and exclude the County and the School Board, as applicable, from possession of the Leased Property for the remainder of the term of the Amended Ground Lease. This plan of refinancing shall contain such additional requirements and provisions as the County Administrator (which term for purposes of this Resolution includes any Deputy County Administrator) and the Chairman or Vice Chairman of the Authority may approve and determine to be in the best interests of the County and the Authority.

2. The Board of Supervisors, while recognizing that it is not empowered to make any binding commitment to make appropriations beyond the current fiscal year, hereby states its intent to make appropriations in future fiscal years in amounts sufficient to make all payments due under the Amended Financing Lease and hereby recommends that future Boards of Supervisors do likewise during the term of the Amended Financing Lease. The Board of Supervisors hereby confirms that the facilities constituting the Project are essential to the efficient operation of the County, and the Board of Supervisors anticipates that the facilities constituting the Project will continue to be essential to the operation of the County during the term of the Amended Financing Lease.

3. The County Administrator is hereby authorized and directed to execute the Documents to which the County is a signatory, which shall be in substantially the forms submitted to this meeting, which are hereby approved, with such completions, omissions, insertions and changes not inconsistent with this Resolution as may be approved by the County Administrator, the execution and delivery thereof to constitute conclusive evidence of his approval of any such completions, omissions, insertions and changes. The County Attorney is hereby authorized to cause the First Amendment to Ground Lease, the First Amendment to Financing Lease, the First Amendment to Assignment and other documents as are necessary to be recorded in the Clerk's Office of the Circuit Court of Montgomery County.

4. In making completions to the Amended Financing Lease, the County Administrator, in collaboration with Davenport & Company LLC, the

County's financial advisor (the "Financial Advisor"), and the Authority, shall provide for payments of Basic Rent in amounts equivalent to the payments due on the Series 2016 Bonds, which shall be sold to the purchaser thereof on terms as shall be satisfactory to the County Administrator; provided that the payments of Basic Rent shall be equivalent to the Series 2016 Bonds (a) maturing in installments or subject to mandatory sinking fund redemption ending not later than December 31, 2030, (b) having a true or "Canadian" interest cost not exceeding 5.00% (taking into account any original issue discount or premium), (c) being subject to optional redemption, if at all, at a premium not to exceed 2.00% of their principal amount and (d) being sold to the purchaser thereof at a price not less than 98% of the aggregate principal amount thereof (without taking into account any original issue discount or premium). The County Administrator is also authorized to approve a lesser principal amount for the Series 2016 Bonds, a maturity schedule (including serial maturities and term maturities for the Series 2016 Bonds) and the redemptions provisions of the Series 2016 Bonds, all as the County Administrator shall determine to be in the best interests of the County.

5. The Board of Supervisors approves the following terms of the sale of the Series 2016 Bonds:

**(a)** The Series 2016 Bonds shall be sold through a competitive sale or a negotiated sale, as the County Administrator, in collaboration with the Financial Advisor and the Authority, determines to be in the best interests of the County.

**(b)** If the County Administrator determines that the Series 2016 Bonds shall be sold by competitive sale, the County Administrator is authorized to receive bids for such Series 2016 Bonds and award such Series 2016 Bonds to the bidder providing the lowest "true" or "Canadian" interest cost, subject to the limitations set forth in paragraph 4. Following a competitive sale, the County Administrator shall, in collaboration with the Chairman or Vice Chairman of the Authority, file a certificate with the Authority and the Board of Supervisors setting forth the final terms of the Series 2016 Bonds. The actions of the County Administrator, in collaboration with the Chairman or Vice Chairman of the Authority, in selling the Series 2016 Bonds by competitive sale shall be conclusive, and no further action with respect to the sale and issuance of the Series 2016 Bonds shall be necessary on the part of the Board of Supervisors.

**(c)** If the Series 2016 Bonds are sold by competitive sale, the County Administrator, in collaboration with the Financial Advisor and the Authority, is authorized and directed to take all proper steps to advertise the Series 2016 Bonds for sale substantially in accordance with the form of the Notice of Sale, which is hereby approved; provided that the County Administrator, in collaboration with the Financial Advisor and the Authority, may make such changes in the Notice of Sale not inconsistent

with this Resolution as he may consider to be in the best interests of the County and the Authority.

(d) If the County Administrator determines that the Series 2016 Bonds shall be sold by negotiated sale, the County Administrator is authorized, in collaboration with the Financial Advisor and the Authority, to choose one or more investment banks or firms to serve as underwriter(s) for the Series 2016 Bonds and to execute and deliver to the underwriter(s) a bond purchase agreement (the “Bond Purchase Agreement”) in a form to be approved by the County Administrator in consultation with the Financial Advisor, the Authority, the County Attorney and the County’s bond counsel. The execution of the Bond Purchase Agreement by the County Administrator shall constitute conclusive evidence of his approval thereof. Following a negotiated sale, the County Administrator shall file a copy of the Bond Purchase Agreement with the records of the Board of Supervisors. The actions of the County Administrator in selling the Series 2016 Bonds by negotiated sale to the underwriter(s) shall be conclusive, and no further action with respect to the sale and issuance of the Series 2016 Bonds shall be necessary on the part of the Board of Supervisors.

6. The Preliminary Official Statement in the form submitted to this meeting is approved with respect to the information contained therein (excluding information pertaining to the Authority). The County authorizes distribution of the Preliminary Official Statement to prospective purchasers of the Series 2016 Bonds in a form deemed to be “near final,” within the meaning of Rule 15c2-12 of the United States Securities and Exchange Commission (the “Rule”), with such completions, omissions, insertions and changes not inconsistent with this Resolution as may be approved by the County Administrator. Such distribution shall constitute conclusive evidence that the County has deemed the Preliminary Official Statement to be “final” as of its date within the meaning of the Rule, with respect to the information therein pertaining to the County. The County Administrator is authorized and directed to approve such completions, omissions, insertions and other changes to the Preliminary Official Statement that are necessary to reflect the terms of the sale of the Series 2016 Bonds, determined as set forth in paragraph 4, and the details thereof and that are appropriate to complete it as an official statement in final form (the “Official Statement”), and distribution thereof to the purchaser(s) of the Series 2016 Bonds shall constitute conclusive evidence that the County has deemed the Official Statement “final” as of its date within the meaning of the Rule.

7. The County covenants that it shall not take or omit to take any action the taking or omission of which shall cause the Series 2016 Bonds to be “arbitrage bonds” within the meaning of Section 148 of the Internal Revenue Code of 1986, as amended (the “Code”), and regulations thereunder, or otherwise cause interest on the Series 2016 Bonds to be includable in the gross income for federal income tax purposes of the registered owners thereof under existing law. Without limiting the generality of the foregoing, the County shall comply with any

provision of law that may require the County at any time to rebate to the United States of America any part of the earnings derived from the investment of the gross proceeds of the Series 2016 Bonds. The County shall pay from its legally available general funds any amount required to be rebated to the United States of America pursuant to the Code.

8. The County covenants that during the term of the Amended Financing Lease it shall not permit the proceeds of the Series 2016 Bonds or the facilities refinanced therewith to be used in any manner that would result in (a) 10% or more of such proceeds or facilities being used in a trade or business carried on by any person other than a governmental unit, as provided in Section 141(b) of the Code, provided that no more than 5% of such proceeds may be used in a trade or business unrelated to the County's use of such facilities, (b) 5% or more of such proceeds or facilities being used with respect to any "output facility" (other than a facility for the furnishing of water), within the meaning of Section 141(b)(4) of the Code, or (c) 5% or more of such proceeds being used directly or indirectly to make or finance loans to any persons other than a governmental unit, as provided in Section 141(c) of the Code; provided, however, that if the County receives an opinion of nationally recognized bond counsel that any such covenants need not be complied with to prevent the interest on the Series 2016 Bonds from being includable in the gross income for federal income tax purposes of the holder thereof under existing law, the County need not comply with such covenants.

9. Such officers of the County as may be requested by bond counsel for the County are authorized and directed to execute an appropriate certificate setting forth (a) the expected use and investment of the proceeds of the Amended Financing Lease in order to show that such expected use and investment will not violate the provisions of Section 148 of the Code and (b) any elections such officers deem desirable regarding rebate of earnings to the United States for purposes of complying with Section 148 of the Code. Such certificate shall be prepared in consultation with bond counsel for the County, and such elections shall be made after consultation with bond counsel.

10. The County Administrator is hereby authorized to take or direct the Authority to take all proper steps to call for redemption the Refunded Bonds, to prepare and deliver any such notices and correspondence necessary therefor and to execute and deliver an escrow agreement with respect to the Refunded Bonds.

11. All costs and expenses in connection with the refinancing of the Project, the refunding of the Refunded Bonds and the issuance of the Series 2016 Bonds, including the Authority's fees and expenses and the fees and expenses of bond counsel, counsel for the Authority and the Financial Advisor for the sale of the Series 2016 Bonds, shall be paid from the proceeds of the Series 2016 Bonds or other legally available funds of the County. If for any reason the Series 2016 Bonds are not issued, it is understood that all such expenses shall be paid by the County from its legally available funds and that the Authority shall have no responsibility therefor.

12. Any authorization herein to execute a document shall include authorization to deliver it to the other parties thereto.

13. All other acts of the County Administrator and other officers of the County that are in conformity with the purposes and intent of this Resolution and in furtherance of the issuance and sale of the Series 2016 Bonds and the refunding of the Refunded Bonds are hereby approved and ratified.

14. All resolutions or parts of resolutions in conflict herewith are repealed.

15. This Resolution shall take effect immediately.

ISSUE/PURPOSE: Refinance the 2008 EDA Bonds.

JUSTIFICATION: See TAB D for a copy of the First Amendment to Option Agreement.

**C. SUBJECT: VDOT REVENUE SHARING PROGRAM FY 17**

**R-FY-16-  
FY 2017 VDOT REVENUE SHARING FUNDS  
MONTGOMERY COUNTY**

WHEREAS, The Revenue Sharing Program allows the Virginia Department of Transportation (VDOT) to provide state funds to match local funds for the construction, maintenance, or improvements of secondary highways; and

WHEREAS, The Montgomery County Board of Supervisors desires to submit an application for an allocation of funds of up to \$375,000 through the Virginia Department of Transportation Fiscal Year 2016-2017 Revenue Sharing Program to be matched on a dollar-for-dollar basis by Montgomery County; and

WHEREAS, The \$375,000 in state funds to be matched with the \$375,000 provided locally is to fund the following projects:

1. Road widening of Prices Fork Road (SR 685) in a 0.27 mile section from 0.07 miles east of Brookfield Road (SR 654) to 0.07 mile west of Thomas Lane (SR 737) to incorporate left turn lanes. This is the second phase of two-phase funding, Phase 1 was applied for in FY 2015-2016 in the amount of \$500,000 in state funds and \$500,000 in local funds which was approved for FY2015-2016 Revenue Sharing. This request is for Phase 2, in the amount of \$150,000 in state funds and \$150,000 in local funds is being requested for FY 2016-2017. This project is located in District E.

2. Reconstruction (new construction) of Brush Creek Road (SR 617) from Route 677 to 0.55 miles north of Route 677 in the amount of \$225,000 in local funds to be matched by \$225,000 in state funds. This project is located in District D.

NOW, THEREFORE, BE IT RESOLVED, That the Board of Supervisors of the County of Montgomery, Virginia hereby authorizes the filing of an application through the Virginia Department of Transportation Revenue Sharing Program to be matched with local funds for the above construction projects and authorizes the County Administrator to execute all documents on behalf of the Board of Supervisors, in order to make application for funding through the VDoT Revenue Sharing Program.

ISSUE/PURPOSE: Authorize the application for Revenue Sharing funds for FY 2017.

JUSTIFICATION: The Revenue Sharing Program allows the Virginia Department of Transportation (VDoT) to provide state funds to match local funds for the construction, maintenance or improvements of secondary highways. The Board agreed to provide \$375,000 as their FY 2016-2017 Revenue Sharing funds. This resolution authorizes the submittal of the application for revenue sharing funds and defines which road projects they will include in the application.

**D. SUBJECT: VDOT REVENUE SHARING FUNDS FY 2017- VIRGINIA TECH**

**R-FY-16-  
FY 2017 REVENUE SHARING FUNDS  
VIRGINIA TECH**

WHEREAS, The Revenue Sharing Program allows the Virginia Department of Transportation (VDoT) to provide state funds to match local funds for the construction, maintenance, or improvements of secondary highways; and

WHEREAS, The Montgomery County Board of Supervisors desires to submit an application, on behalf of Virginia Tech, for an allocation of funds of up to \$5,000,000 through the Virginia Department of Transportation Fiscal Year 2016-2017 Revenue Sharing Program to be matched on a dollar-for-dollar basis by Virginia Tech through Montgomery County; and

WHEREAS, The \$5,000,000 in state funds to be matched with the \$5,000,000 provided locally is to fund the following project:

Construction of a new road by Virginia Tech (to be known as Western Perimeter Road) ultimate four lane divided with shared use paths, four pedestrian underpasses and three roundabouts starting at University City Boulevard and ending at Southgate Drive and an approximate length of 1.51 miles total. The total project is estimated at \$34.4 million dollars. The application for FY2016-2017 funding is for \$5,000,000 in state funds to be matched with \$5,000,000 in local funds, sourced from Virginia Tech.

NOW, THEREFORE, BE IT RESOLVED, That the Board of Supervisors of the County of Montgomery, Virginia hereby authorizes the filing of an application through the Virginia Department of Transportation Revenue Sharing Program to be matched with the local funds provided by Virginia Tech for the above construction project and authorizes the County Administrator to execute all documents on behalf of the Board of Supervisors, in order to make application for funding through the VDoT Revenue Sharing Program.

ISSUE/PURPOSE: Authorize the application for Revenue Sharing funds for FY 2017 on behalf of Virginia Tech.

JUSTIFICATION: The Revenue Sharing Program allows the Virginia Department of Transportation (VDoT) to provide state funds to match local funds for the construction, maintenance or improvements of secondary highways. This resolution authorizes the submittal of the application for revenue sharing funds on behalf of Virginia Tech and defines which road projects they will include in the application.

**E. SUBJECT: RE-ALIGNMENT OF MEADOW CREEK ROAD DEVELOPMENT – DEVELOPMENT AGREEMENT**

**R-FY-16-  
REVENUE SHARING PROJECT FOR IMPROVEMENTS  
AT MEADOW CREEK ROAD- UPC #102763  
AUTHORIZATION TO SIGN THE DEVELOPMENT AGREEMENT**

WHEREAS, Montgomery County approved a request by RWW36, LLC (“the Developer”) to rezone 6.047 acres from Agricultural to General Business for

a total of 12.07 acres zoned General Business near the intersection of Meadow Creek Road and Barn Road in the Riner Magisterial District; and

WHEREAS, As a condition of the rezoning, the Developer is required to design and construct the realignment of Meadow Creek Road in a form acceptable to the Virginia Department of Transportation (VDOT); and

WHEREAS, The County applied for and received FY2013 revenue sharing State funds through VDOT that may be used to assist the Developer in funding the required improvements, conditioned upon the Developer agreeing to provide the required local match to receive the funds; and

WHEREAS, The Board of Supervisors of the County of Montgomery, Virginia hereby desires to enter into the Development Agreement in order to accept funding from the Developer for the local match portion of VDOT revenue sharing project UPC #102763.

NOW, THEREFORE, BE IT RESOLVED, By the Board of Supervisors of the County of Montgomery, Virginia that the Board of Supervisors hereby approves the Development Agreement by and between Montgomery County, Virginia and RWW36, LLC.

BE IT FURTHER RESOLVED, By the Board of Supervisors of the County of Montgomery, Virginia that the Board of Supervisors hereby authorizes F. Craig Meadows, Montgomery County Administrator, to execute the Development Agreement on behalf of the County of Montgomery.

ISSUE/PURPOSE: Enter into a Development Agreement.

JUSTIFICATION: See TAB E for a copy of the Development Agreement between Montgomery County and RWW36, LLC.

**XV. COUNTY ATTORNEY’S REPORT**

**XVI. COUNTY ADMINISTRATOR’S REPORT**

- 1. Paid Parental Leave
- 2. Update on Mountain Valley Pipeline

## **XVII. BOARD MEMBERS' REPORT**

1. Supervisor King
2. Supervisor Biggs
3. Supervisor Perkins
4. Supervisor Tuck
5. Supervisor Gabriele
6. Supervisor Creed
7. Supervisor Brown

## **XVIII. OTHER BUSINESS**

## **XIX. ADJOURNMENT**

### **FUTURE MEETINGS**

Regular Meeting  
**Monday, November 16, 2015**  
6:00 p.m. Closed Meeting  
7:15 p.m. Regular Meeting

Special Joint Meeting  
Montgomery County School Board  
Monday, November 30, 2015  
6:00 p.m.

Adjourned Meeting  
Monday, December 14, 2015  
6:00 p.m. Closed Meeting  
7:15 p.m. Regular Meeting