



1723 Falling Creek Road
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Bedford Regional Water Authority – Board of Directors Regular Board Meeting – Minutes September 15, 2020

A regular meeting of the Board of Directors of the Bedford Regional Water Authority (“Bedford Water”) was held on Tuesday, September 15, 2020, in the Board Meeting Room in Bedford Water’s Annex building located at 1723 Falling Creek Road in Bedford County.

Members Present:..... Bob Flynn, Chair
Michael Moldenhauer, Vice Chair (virtual)
Cynthia Gunnoe
Elmer Hodge (virtual)
Thomas Segroves
Walter Siehien

Members Absent:..... Carl Wells

Staff & Counsel Present:.. Brian Key – Executive Director
Nathan Carroll – Assistant Executive Director (virtual)
Jill Underwood – Director of Finance (virtual)
Megan Aubrey – Director of Administration (virtual)
Sam Darby – Legal Counsel, GFD&G (virtual)

1. Call to Order

The meeting was called to order by the Chair at approximately 7:11 pm due to technological delays. The Pledge of Allegiance and a moment of silence were conducted.

2. Review of Agenda

The following agenda was reviewed as shown.

1. Call to Order
 - a. Pledge of Allegiance
 - b. Moment of Silence
2. Review of Agenda
3. Public Comments
4. Approval of Minutes: August 18, 2020 – Regular Board Meeting
5. Financial Report: Presented by Jill Underwood
 - a. Financial Statements through month end August 2020
 - b. **Resolution 2020-09.01**: Bond Resolution
6. Operations Report: Presented by Nathan Carroll
 - a. Work Order Summary
7. Administration Report: Presented by Megan Aubrey
 - a. Public Relations Information
8. Executive Director’s Report: Presented by Brian Key
 - a. Projects Summary
 - b. Review of Supervisor’s September 14, 2020 Work Session



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- c. Discussion about Broadband on the New London Tank
9. Legal Counsel Report
10. Other business not covered on the above agenda
11. Motion to Adjourn

3. Public Comments

There were no public comments.

4. Approval of Minutes: August 18, 2020 Regular Board Meeting

The regular Board Meeting Minutes from August 18, 2020 were reviewed.

Member Segroves made a motion to approve the minutes.

Member Moldenhauer seconded the motion.

- Board member votes: 6 Aye; 0 Nay; 0 Abstain. The motion carried.

5. Financial Report: Presented by Jill Underwood

a. Financial Statements through month end August 2020

Ms. Underwood shared a chart showing the comparison of monthly cash payments received for the past three years. August 2020 revenues were up 8% from July. Customer Service will begin assessing late charges in October and disconnects will begin in November. The finance committee will meet in November to discuss the status of this fiscal year's budget. The current SCC utility disconnection moratorium was extended to October 5, and the General Assembly is currently reviewing legislation that would create a disconnection moratorium that could apply to municipal utilities.

There are currently 360 customers that are past due, totaling \$106,329. As of March 1, 2020, there were 121 customers totaling \$36,482 that were in good standing. The remaining 239 customers had a past due balance before COVID-19. Bedford County has allocated part of the CARES Act funding for utility assistance. There have been seventeen pledges since the program began on September 1.

Ms. Underwood reviewed some of the details about the financial reports for the period ending August 2020. The targeted budget goal for August was 16.67%; operating revenues were 21%, and operating expenditures were 13%. Capital recovery fees received are 39% of the total budgeted amount, with water at 29% and sewer at 69%. There were 23 new connections in Forest in August. Several expense categories are paid either quarterly or annually that skew the percentages. There are adjusting entries to record as part of the audit process; the financials are not deemed final until the audit concludes.

In the CIP report, the PRV has been installed for Mariners Landing, and the tie in is scheduled for Thursday, September 17. Quotes have been received for the SCADA updates at the Mariners Landing pump stations.



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b. **Resolution 2020-09.01:** Bond Resolution

At the January 21, 2020 meeting, the Board approved Resolution #2020-01.01 to proceed with an Investment Grade Audit (IGA) with Schenider Electric Buildings Americas, Inc., a Qualified Energy Service Contractor (ESCO). In August of 2020, the Authority applied to the Virginia Resources Authority (VRA) to fund the project in the upcoming 2020 C Virginia Pooled Financing Program. To stay on schedule for a tentative October 28, 2020 bond sale, VRA must receive all local approvals, including this resolution, by September 25, 2020. Final information is needed from Schenider to determine the exact amount for financing.

At a regular meeting of the Bedford Regional Water Authority ("Authority") Board of Directors, held in the Board Meeting Room at the Authority's Administrative Annex Building on the 15th of September 2020, beginning at 7:00 p.m.

BOND RESOLUTION PROVIDING FOR THE ISSUANCE, SALE AND AWARD OF A WATER AND SEWER SYSTEM REVENUE BOND, SERIES 2020, OF THE BEDFORD REGIONAL WATER AUTHORITY, IN A PRINCIPAL AMOUNT NOT TO EXCEED \$4,600,000 AND PROVIDING FOR THE FORM, DETAILS AND PAYMENT THEREOF

WHEREAS, the Bedford Regional Water Authority (the "Local Government"), a public service authority formed and existing in accordance with the provisions of Chapter 51 of Title 15.2 of the Code of Virginia, 1950, as amended, the Virginia Water and Waste Authorities Act §§ 15.2-5100-15.2-5159 (the "Act"), has determined to authorize the issuance of its water and sewer system revenue bond (the "Local Bond") in a principal amount not to exceed \$4,600,000 for engineering, design and construction services to replace aging and failed equipment including blowers, air diffusers and a dewatering press to achieve energy, operational and maintenance savings and improve operability of the Local Government's Central Wastewater Treatment Plant (the "Project") and to enter into a Local Bond Sale and Financing Agreement dated as of September 25, 2020, or another date specified by VRA and the Local Government (the "2020 Financing Agreement"), between the Local Government and the Virginia Resources Authority ("VRA"); and,

WHEREAS, the Local Government has applied to VRA for the purchase of the Local Bond and VRA has indicated its willingness to purchase such bond from the proceeds of its Infrastructure and State Moral Obligation Revenue Bonds (Virginia Pooled Financing Program), Series 2020C (the "Related Series of VRA Bonds"); and,

WHEREAS, VRA has advised the Local Government that the sale date of the Related Series of VRA Bonds is tentatively scheduled for October 28, 2020, but may occur, subject to market conditions, at any time between October 1, 2020 and November 20, 2020 (the "VRA Sale Date") and that VRA's objective is to pay the Local Government an amount which, in VRA's judgment, reflects the market value of the Local Bond (the "VRA Purchase Price Objective"), taking into consideration such factors as the purchase price to be received by VRA for VRA Bonds, the underwriters' discount and the other issuance costs of the VRA Bonds, and other market conditions relating to the sale of the VRA Bonds; and,

WHEREAS, VRA has acknowledged that the maximum aggregate principal amount and the "true" interest cost of the Local Government's water and sewer system revenue bond shall not exceed the respective amounts specified in Section 3 of this Bond Resolution; and,

WHEREAS, the foregoing arrangements will be reflected in the 2020 Financing Agreement, the form of which has been presented to this meeting; now,

THEREFORE BE IT RESOLVED by the Board of Directors of the Bedford Regional Water Authority:



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1. Issuance of Local Bond and Use of Proceeds. Pursuant to the Act and the Constitution of Virginia, the Local Government hereby provides for the issuance and sale of its water and sewer system revenue bond in a principal amount not to exceed \$4,600,000 to provide funds to finance the Project and to pay issuance and financing costs incurred in issuing such bond.

2. Authorization of 2020 Financing Agreement. The form of the 2020 Financing Agreement submitted to this meeting is hereby approved. The issuance and sale of the Local Bond to VRA shall be upon the terms and conditions set forth in the 2020 Financing Agreement. The proceeds of such bond shall be applied in the manner set forth in the 2020 Financing Agreement. All capitalized terms used but not defined herein shall have the same meaning as set forth in the 2020 Financing Agreement.

3. Bond Details. The Local Bond shall be issued as a single, registered bond, shall be designated "Water and Sewer System Revenue Bond, Series 2020," shall be numbered R-1, shall be dated the date of its delivery, shall be in a principal amount not to exceed \$4,600,000 and shall mature no later than October 1, 2035. The Local Government authorizes the issuance and sale of the Local Bond on terms as shall be determined by VRA subject to the terms of this Section 3, VRA's Purchase Price Objective and market conditions described in the Recitals hereof; provided, however, that the Local Bond shall have a "true" interest cost not to exceed 3% per year (exclusive of "Supplemental Interest" as provided in the 2020 Financing Agreement) and shall be subject to optional redemption upon the terms set forth in the 2020 Financing Agreement and in the Local Bond. If the limitation on the maximum aggregate principal amount of the Local Bond set forth in this Section 3 restricts VRA's ability to generate the Proceeds Requested, taking into account the Purchase Price Objective and market conditions relating to the sale of the Related Series of VRA Bonds, the Local Government Chair, Vice-Chair or Executive Director, any ONE of whom may act, is authorized to accept a purchase price for the Local Bond at an amount less than the Proceeds Requested. The 2020 Financing Agreement, in substantially the form presented to this meeting, is hereby approved, with such completions, omissions, insertions and changes not inconsistent with this Bond Resolution as may be approved by the Local Government Chairman, Vice Chairman or Executive Director. The Local Government Chair, Vice-Chair or Executive Director, any ONE of whom may act, are each authorized to execute and deliver, on behalf of the Local Government, the 2020 Financing Agreement.

As set forth in the 2020 Financing Agreement, the Local Government agrees to pay such "Supplemental Interest" and other charges as provided therein, including such amounts as may be necessary to maintain or replenish the Capital Reserve Fund, the Infrastructure Debt Service Reserve Fund, the Operating Reserve Fund and/or a drawing on any CRF Credit Facility or the Infrastructure DSRF Credit Facility (each as defined in the 2020 Financing Agreement). The principal of and premium, if any, and interest on the Local Bond shall be payable in lawful money of the United States of America.

4. Payment and Redemption Provisions. The principal of and premium, if any, and interest on the Local Bond shall be payable as set forth in the Local Bond and the 2020 Financing Agreement. The Local Government may, at its option, redeem, prepay or refund the Local Bond upon the terms set forth in the 2020 Financing Agreement.

5. Execution and Form of Local Bond. The Local Bond shall be signed by the Local Government Chair, Vice-Chair or Executive Director, any ONE of whom may act, and the Local Government's seal shall be affixed thereon and attested by the Secretary of the Local Government. The Local Bond shall be issued as a typewritten bond in substantially the form of Exhibit A attached hereto, with such completions, omissions, insertions and changes not inconsistent with this Bond Resolution as may be approved by the Chairman, Vice Chairman or Executive Director, any ONE of whom may act, whose approval shall be evidenced conclusively by the execution and delivery of the Local Bond.



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6. Revenue Pledged; Disclaimer. Subject to the right of the Local Government to apply Revenue to the payment of Operation and Maintenance Expenses, the Local Government irrevocably pledges the Revenue to the payment of principal of and premium, if any, and interest on the Local Bond. Such pledge of Revenue shall be on a parity with the pledge of Revenue securing the outstanding principal amounts of the Local Government's \$5,020,000 Taxable Water and Sewer System Revenue Refunding Bond, Series 2012; its \$2,320,000 Taxable Water and Sewer System Revenue Refunding Bond, Series 2014, its \$31,225,000 Taxable Water and Sewer System Revenue Bond, Series 2015, and its \$2,725,000 Taxable Water and Sewer System Revenue Refunding Bond, Series 2019 (collectively, the "Existing Parity Bonds") each of which was issued pursuant to the terms of local bond sale and financing agreements between VRA and the Local Government (the "Existing Financing Agreements"). Principal of, premium, if any, and interest on the Local Bond are payable solely from the net revenue of the Local Government's water and sewer system (the "System") and other sources pledged thereto in the 2020 Financing Agreement and this Bond Resolution. Neither the faith and credit of the Commonwealth of Virginia nor the faith and credit of any county, city, town or other subdivision of the Commonwealth of Virginia, including the Local Government, Bedford County, Virginia and the Town of Bedford, Virginia, are pledged to the payment of the principal of or premium, if any, or interest on the Local Bond or other costs incident to it. The issuance of the Local Bond shall not directly or indirectly or contingently obligate the Commonwealth of Virginia, Bedford County, Virginia, the Town of Bedford, Virginia or any other county, city, town or other subdivision of the Commonwealth of Virginia to levy any taxes whatever therefor or to make any appropriation for its payment except from the revenue and any other funds or property pledged for such purpose under the provisions of the Bond Resolution, the 2020 Financing Agreement.

Reference is made to the Bond Resolution, the 2020 Financing Agreement and all amendments and supplements to them for a description of the provisions, among others, with respect to the nature and extent of the security for the Local Bond, the Local Government's rights, duties and obligations, the rights of the registered owners of the Local Bond and the terms upon which the Local Bond are issued and secured.

7. Preparation of Printed Local Bond. The Local Government shall initially issue the Local Bond in typewritten form. Upon request of the registered owner and upon presentation of the Local Bond at the office of the Registrar (as hereinafter defined), the Local Government shall arrange to have prepared, executed and delivered in exchange as soon as practicable the Local Bond in printed form in an aggregate principal amount equal to the unpaid principal of the Local Bond in typewritten form, in denominations of \$5,000 and multiples thereof, of the same form and maturity and registered in such names as requested by the registered owners or their duly authorized attorneys or legal representatives. The printed Local Bond may be executed by manual or facsimile signature of the Local Government Chair, Vice-Chair or Executive Director, any ONE of whom may act, the Local Government's seal affixed thereto and attested by the Secretary of the Local Government; provided, however, that if both such signatures are facsimiles, no Local Bond shall be valid until it has been authenticated by the manual signature of the Registrar and the date of authentication noted thereon. The typewritten Local Bond surrendered in any such exchange shall be canceled.



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8. Registration and Transfer of the Local Bond. The Local Government appoints the Local Government Treasurer as paying agent and registrar (the "Registrar") for the Local Bond. If deemed to be in its best interest, the Local Government may at any time appoint a qualified bank or trust company as successor Registrar. Upon surrender of the Local Bond at the office of the Registrar, together with an assignment duly executed by the registered owner or its duly authorized attorney or legal representative in such form as shall be satisfactory to the Registrar, the Local Government shall execute, and the Registrar shall authenticate and deliver in exchange, a new Local Bond or Local Bonds having an equal aggregate principal amount, of the same form and maturity, bearing interest at the same rates and registered in such name as requested by the then registered owner or its duly authorized attorney or legal representative. Any such exchange shall be at the expense of the Local Government, except that the Registrar may charge the person requesting such exchange the amount of any tax or other governmental charge required to be paid with respect thereto.

The Registrar shall treat the registered owner as the person or entity exclusively entitled to payment of principal, premium, if any, and interest, and to the exercise of all other rights and powers of the owner, except that installments shall be paid to the person or entity shown as owner on the registration books on the 15th day of the month preceding each interest payment date.

9. Mutilated, Lost or Destroyed Local Bond. If the Local Bond has been mutilated, lost, or destroyed, the Local Government shall execute and deliver a new Local Bond of like date and tenor in exchange and substitution for, and upon cancellation of, such mutilated Local Bond or in lieu of and in substitution for such lost or destroyed Local Bond; provided, however, that the Local Government shall so execute and deliver only if the registered owner has paid the reasonable expenses and charges of the Local Government in connection therewith and, in the case of a lost or destroyed Local Bond, (a) has filed with the Local Government evidence satisfactory to the Local Government that such Local Bond was lost or destroyed and (b) has furnished to the Local Government satisfactory indemnity.

10. Preparation and Delivery of Local Bond. The Chairman, Vice Chairman, Executive Director and the Secretary of the Local Government, are each authorized and directed to take all proper steps to have the Local Bond prepared and executed in accordance with its terms and to deliver it to VRA as the purchaser thereof upon receipt of the Purchase Price from VRA as set forth in the 2020 Financing Agreement.

11. Arbitrage Covenants. The Local Government covenants that it will not directly or indirectly use or permit the use of any of the proceeds of the Local Bond or any other of its funds, or enter into, or allow any other person or entity to enter into, any arrangement, formal or informal, or take or omit to take any other action that would cause interest on any Related Series of VRA Bond to be includable in gross income for federal income tax purposes or to become a specific item of tax preference for purposes of the federal alternative minimum tax imposed on individuals and corporations. The Local Government also consents to the calculation of any "rebate amount" to be paid with respect to the portion of the Related Series of VRA Bonds related to the Local Bond by a rebate calculation service selected by VRA.

12. Tax Compliance Agreement. Such officers of the Local Government as may be requested are authorized and directed to execute and deliver a nonarbitrage certificate and tax compliance agreement in a form not inconsistent with this Bond Resolution as may be approved by the officers of the Local Government executing such document, whose approval shall be evidenced conclusively by the execution and delivery thereof.

13. Limitation on Private Use. The Local Government covenants that it shall not permit the proceeds of the Local Bond or the facilities financed with the proceeds of the Local Bond to be used in any manner that would result in (a) 5% or more of such proceeds or the facilities financed with such proceeds 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 Internal Revenue Code (the "Code"), (b) 5% or more of such proceeds or the facilities financed with such



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proceeds being used with respect to any output facility (other than a facility for the furnishing of water or the transportation and treatment of waste 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 Local Government receives an opinion of nationally recognized bond counsel that any such covenants need not be complied with to prevent the interest on the Local Bond from being includable in the gross income of the registered owners thereof for federal income tax purposes under existing law, the Local Government need not comply with such covenants.

14. Official Statement. The Local Government authorizes and consents to the inclusion of information with respect to the Local Government contained in VRA's Preliminary Official Statement and VRA's Official Statement in final form, both prepared in connection with the sale of the VRA Bonds.

15. SNAP Investment Authorization. The Local Government heretofore has received and reviewed the Information Statement (the "Information Statement") describing the State Non-Arbitrage Program of the Commonwealth of Virginia ("SNAP"), the Contract Creating the State Non-Arbitrage Program (the "Contract") and the SNAP Fund Prospectus, and the Local Government has determined to authorize the Local Government Treasurer to utilize SNAP in connection with the investment of the proceeds of the Bond if the Local Government Chair, Vice-Chair or Executive Director, in consultation with the Local Government Treasurer, determines that the utilization of SNAP is in the best interest of the Local Government. The Local Government acknowledges the Treasury Board of the Commonwealth of Virginia is not, and shall not be, in any way liable to the Local Government in connection with SNAP, except as otherwise provided in the Contract.

16. Other Actions. All other actions of Local Government officials in conformity with the purposes and intent of this Bond Resolution and in furtherance of the issuance and sale of the Local Bond are ratified, approved and confirmed. The Local Government officials are authorized and directed to execute and to deliver all certificates and other instruments considered necessary or desirable in connection with the issuance, sale and delivery of the Local Bond pursuant to this Bond Resolution, the 2020 Financing Agreement.

17. Effective Date. This Bond Resolution shall take effect immediately.

[Form of Local Bond]

Interest in this bond is intended by the issuer thereof to be included in gross income for federal income tax purposes.

**REGISTERED
R-1**

**REGISTERED
October 18, 2020**

**UNITED STATES OF AMERICA
COMMONWEALTH OF VIRGINIA
BEDFORD REGIONAL WATER AUTHORITY \$[] WATER
AND SEWER SYSTEM REVENUE BOND
SERIES 2020**

REGISTERED OWNER

VIRGINIA RESOURCES AUTHORITY

PRINCIPAL

**[] AND
00/100 DOLLARS
(\$[] .00)**

BEDFORD REGIONAL WATER AUTHORITY, a public body politic and corporate of the Commonwealth of Virginia (the "Local Government"), for value received, promises to pay, solely from the revenues and other property pledged to the payment of this Bond, to the registered owner of this Bond or legal representative, the principal amount advanced hereunder



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up to the maximum principal amount stated above, together with interest thereon at the annual rate stated in Schedule I attached hereto, as set forth below.

Principal of this bond shall be payable in annual installments in the amounts and on the dates set forth in Schedule I attached hereto. Interest on this bond shall be payable on each April 1 and October 1 commencing April 1, 2021, computed on the basis of a 360-day year of twelve 30-day months at the rates set forth in Schedule I.

If any installment of principal of or interest on this Bond is not paid to the registered owner of this Bond within five (5) days after its due date, the Local Government shall pay to the registered owner of this Bond a late payment charge in an amount equal to five percent (5%) of the overdue installment.

The principal of and interest on this Bond is payable in lawful money of the United States. The issuance of this Bond has been duly authorized by the Board of the Local Government by a resolution adopted September 15, 2020 (the "Local Authorization"), under the Virginia Water and Waste Authorities Act, Chapter 51, Title 15.2 of the Code of Virginia of 1950, as amended. This Bond is issued pursuant to the terms of the Local Authorization and a Local Bond Sale and Financing Agreement to be dated as of September 25, 2020 (the "2020 Financing Agreement"), between the Local Government and the Virginia Resources Authority ("VRA"), to evidence a loan by VRA to the Local Government. The Local Government will use the proceeds of the Bond, along with other available funds, if any, for engineering, design and construction services to replace aging and failed equipment including blowers, air diffusers and a dewatering press to achieve energy, operational and maintenance savings and improve operability of the Local Government's Central Wastewater Treatment Plant (the "Project").

If any failure of the Local Government to pay all or any portion of any required payment of the principal of or premium, if any, or interest on this Bond results in a withdrawal from or a drawing on any VRA Reserve (as defined in the 2020 Financing Agreement), the interest rates applicable to this Bond shall be increased to interest rates sufficient to reimburse the VRA Reserve for any forgone investment earnings on the funds withdrawn therefrom and/or pay any interest, fees or penalties assessed as a result of the withdrawal from or drawing on the VRA Reserve. The increment of interest payable pursuant to the increase in rates shall be referred to as "Supplemental Interest." The Local Government's obligation to pay Supplemental Interest shall commence on the date of the withdrawal or drawing of funds from the VRA Reserve occasioned by the Local Government's failure to pay a required payment or portion thereof as described above (the "Supplemental Interest Commencement Date"). The Local Government's obligation to pay Supplemental Interest shall terminate on the date on which the Local Government remedies such failure to pay by making all payments required but outstanding since the date of such failure to pay (the "Supplemental Interest Termination Date"). From the Supplemental Interest Commencement Date to the Supplemental Interest Termination Date, Supplemental Interest shall be due and payable on the regularly scheduled interest payment dates provided for in this Bond. As soon as reasonably possible after the Supplemental Interest Commencement Date and before the next regularly scheduled interest payment date provided for in this Bond, VRA shall deliver to the Local Government a certificate as to the increase in interest rates and the amount of Supplemental Interest. The certificate shall set forth in reasonable detail the basis for the increase in interest rates and the manner of calculation of the increase and the amount of Supplemental Interest. Such certificate shall be conclusive (absent manifest error) as to the interest rate increase and amount of Supplemental Interest set forth therein. In determining the interest rate increase and the amount of Supplemental Interest, VRA may use any reasonable averaging and attribution methods. This Bond is a limited obligation of the Local Government and, except to the extent payable from the proceeds of the sale of the Bond or the revenues as more particularly defined in the 2020 Financing Agreement, the "System"). This Bond is secured on parity with the Local Government's outstanding debt obligations listed on Exhibit J to the 2020 Financing Agreement (the "Existing Parity Bonds"), with respect to the pledge of Revenues. NEITHER THE COMMONWEALTH



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OF VIRGINIA NOR ANY OF ITS POLITICAL SUBDIVISIONS, INCLUDING THE LOCAL GOVERNMENT, BEDFORD COUNTY, VIRGINIA AND THE TOWN OF BEDFORD, VIRGINIA, SHALL BE OBLIGATED TO PAY THE PRINCIPAL OF OR INTEREST ON THIS BOND OR THE OTHER COSTS INCIDENT TO IT EXCEPT FROM THE REVENUES AND ANY OTHER MONEY OR PROPERTY PLEDGED FOR SUCH PURPOSE, AND NEITHER THE FAITH AND CREDIT NOR THE TAXING POWER OF THE COMMONWEALTH OF VIRGINIA OR ANY OF ITS POLITICAL SUBDIVISIONS, INCLUDING THE LOCAL GOVERNMENT, BEDFORD COUNTY, VIRGINIA, AND THE TOWN OF BEDFORD, VIRGINIA IS PLEDGED TO THE PAYMENT OF THE PRINCIPAL OF OR INTEREST ON THIS BOND OR OTHER COSTS INCIDENT TO IT. THE ISSUANCE OF THIS BOND DOES NOT DIRECTLY, INDIRECTLY OR CONTINGENTLY OBLIGATE THE COMMONWEALTH OF VIRGINIA OR ANY OF ITS POLITICAL SUBDIVISIONS, INCLUDING THE LOCAL GOVERNMENT, BEDFORD COUNTY, VIRGINIA, OR THE TOWN OF BEDFORD, VIRGINIA TO LEVY ANY TAXES FOR THE PAYMENT OF THIS BOND.

The obligations of the Local Government under this Bond shall terminate when all amounts due and to become due pursuant to this Bond and the 2020 Financing Agreement have been paid in full.

The Local Government may issue additional bonds ranking on parity with this Bond, and the Existing Parity Bonds, with respect to the pledge of the Revenues (as defined in the 2020 Financing Agreement) of the System under the terms of the 2020 Financing Agreement and the Existing Financing Agreements relating to each of the Existing Parity Bonds.

This Bond is subject to prepayment, in accordance with the terms of the 2020 Financing Agreement.

If an Event of Default (as defined in the 2020 Financing Agreement) occurs, the principal of this Bond may be declared immediately due and payable by the registered owner of this Bond by written notice to the Local Government.

This Bond may be transferred only by an assignment duly executed by the registered owner or such owner's attorney or legal representative in form satisfactory to the Treasurer, as registrar. Such transfer shall be made in the registration books kept by the Treasurer, as registrar, upon presentation and surrender of this Bond.

It is certified and recited that all acts, conditions, and things required by the Constitution and statutes of the Commonwealth of Virginia to happen, exist, or be performed precedent to the issuance of this Bond have happened, exist, or been performed in due time, form, and manner as so required and that the indebtedness evidenced by this Bond is within every debt and other limit prescribed by the Constitution and statutes of the Commonwealth of Virginia.

IN WITNESS WHEREOF, the Bedford Regional Water Authority has caused this Bond to be signed by the Chair, Vice-Chair or Executive Director and the Authority's seal to be affixed and attested by the signature of the Secretary.

Member Gunnoe made a motion to approve this resolution.

Member Segroves seconded the motion.

Board Member Votes: 6 Aye, 0 Nay, 0 Abstain. The motion carried.

6. Operations Report: Presented by Nathan Carroll

a. Work Order Summary

Mr. Carroll further expanded the details about the Mariners Landing project. The PRV is being installed in the evening on Thursday, September 17, and the switch over from well water to Smith Mountain Lake water will take place on Monday, September 21. Customers should note an improvement in the water quality once this

occurs. Mr. Flynn suggested that customers be contacted about this change. Mr. Key added that there is a VDOT sign at the community to communicate to residents about the project and the estimated time the system will be down.

The Schenider project is progressing; Schneider representatives and contractors are doing a walkthrough next week before pricing is submitted.

The Bedford County Landfill will soon cease receiving sludge from the BRWA's wastewater plants. An alternative site is being researched for sludge disposal; the Wastewater Manager has found a site that is much closer at a lower cost than the option first investigated.

7. Administration Report: Presented by Megan Aubrey

a. Public Relations Information

Ms. Aubrey briefed the board about the media articles in the board packet. The articles covered the CARES Act funding and the Forest sewer capacity project.

8. Executive Director's Report: Presented by Brian Key

a. Projects Summary

Mr. Key noted that the projects report now has a department contact to help communication run more efficiently. It was explained that interviews were being planned for September 16 & 17 for the Ivy Creek Interceptor design build team with the goal to hire the team soon to relieve the capacity restrictions in the Forest Sewer system; the recommendation for award will likely presented to the board in either October or November. It was also noted that the Authority applied for financing from the revolving loan fund from DEQ for this project, and that we were hoping to receive notice of approval in the near future.

b. Review of Supervisor's September 14, 2020 Work Session

Mr. Key and Mr. Flynn attended the work session to answer any questions from the Board of Supervisors. The Supervisors were supportive of providing funding for the Forest sewer capacity project. The Board was unanimous in supporting the Authority with a grant of \$500,000 each year for the next three years. This will be on the agenda in October for the Supervisors to vote on a resolution; after this, payment can be issued fairly quickly to the Authority so that we can proceed with the Ivy Creek Sewer project. Mr. Flynn added that there has been a lot of hard work over the past six months to educate the County of the severity of the limited capacity in Forest.

c. Discussion about Broadband on the New London Tank

Mr. Key explained some of the communication issues with this project. Mr. Key hopes that final tasks needed to complete the project will be performed well and that the project will provide excellent internet speed for Bedford County customers. Mr. Key explained that the contractor has continually blamed the Authority for the slow progress of the project, yet the contractor has been on site quite a bit since August 17 and no wire has been run yet to connect up the antennas. The project at the reservoir has been delayed due to the discovery of unexpected backfill. Mr. Hodge praised Mr. Key on how he and staff have handled this difficult project. Mr. Key also said that the Authority is working through the issues well with the County.

9. Legal Counsel Report



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Mr. Darby has been working on the bond resolution and issuance. The certified copy will be filed in the court and the documents will be submitted to VRA in advance of the September. The bond pricing will be held on October with the closing in November.

10. Other Business

No other business was discussed.

11. Motion to Adjourn:

There being no further business to discuss, Member Segroves made a motion to adjourn and Member Siehien seconded the motion.

- Board member votes: 6 Aye; 0 Nay; 0 Abstain. The motion carried.

The meeting adjourned at approximately 8:10 pm.

Prepared by Megan Aubrey – Director of Administration
Approved: October 20, 2020