

**MINUTES
PURCELLVILLE TOWN COUNCIL MEETING
TUESDAY, OCTOBER 13, 2020, 7:00 PM
TOWN HALL COUNCIL CHAMBERS**

COUNCIL MEMBERS PRESENT:

Kwasi Fraser, Mayor
Mary Jane Williams, Vice Mayor (MW)
Tip Stinnette, Council Member (TS)
Joel Grewe, Council Member (JG)
Ted Greenly, Council Member (TG)
Stan Milan, Council Member (SM)
Christopher Bertaut, Council Member (Remote)

STAFF PRESENT:

David Mekarski, Town Manager
Sally Hankins, Town Attorney
Hooper McCann, Director of Administration (remote)
Chief Cynthia McAlister, Police Dept.
Deputy Chief Dave Dailey, Police Dept.
Dale Lehnig, Director of Engineering, Planning & Development (remote)
Amie Ware, Division Manager-Parks and Recreation (remote)
Liz Krens, Director of Finance (remote)
Diana Hays, Town Clerk/Executive Assistant

CALL TO ORDER:

Mayor Fraser called the meeting to order at 7:00 PM. The Pledge of Allegiance followed.

RECOGNITIONS/PROCLAMATIONS:

Town Council acknowledged the following:

- Vicki Frye, owner of First Class Fitness Studio for her contributions to the Town of Purcellville
- Town of Purcellville Wastewater Treatment Plan 2019 Excellence in Granular Media Filtration Award
- Officer David Camp – Bronze Medal of Valor

AGENDA AMENDMENTS/APPROVAL:

In an effort to use the model inhouse, Council member Bertaut requested adding an action item for consideration of a motion to change the pattern of disbursal of Q2-Q4 Stantec funding. Council member Greenly asked if this could be added to the next meeting agenda if there is no deadline. Council member Stinnette agreed with trying to cover the item this evening and if not to defer it to the next meeting.

Council member Stinnette requested adding a discussion item to talk about the Christmas events.

Council member Milan requested to add a discussion item from the Planning Commission that Council request staff to draft legislation to protect the town's historic contributing structures and for the town to

become a Certified Local Government.

Mayor Fraser stated at 10:00 PM he would request a motion that any item not covered be deferred to the next meeting.

CONSENT AGENDA:

Council member Grewe made a motion that the Town Council approve consent agenda items 7a-7e as presented in the Town Council packet. The motion was seconded Council member Greenly and carried 7-0.

PRESENTATION(S):

- **Wireless Edge for Proposed Public/Private Partnership for a New Southern Cell Tower – Introduction and Tentative Site Locations**

A brief introduction was given, stating that Wireless Edge was 1 of 7 applicants who responded to the RFP to build a 145-foot tower in the southern portion of the town to increase reception for all residents and to increase bandwidth to allow the next generation of wireless services for the community. It was noted that they are still in the final negotiation stages with Wireless Edge, and while they clearly won the competition between the other 6 competitors, there has been an exchange of draft contracts. It was asked that any questions relative to the business deal or the specifics of it be held until the contract is finalized. There is confidence that negotiations will be successful and it will be brought to the council to execute, but in the event negotiations break down, they will go to the second highest submittal.

John Arthur, President and CEO of Wireless Edge, was joined by Ed Dawson, VP of Site Development. John Arthur explained that they both have 20 years of experience within the industry and take a hands-on approach. John Arthur gave an overview of the company, noting that they have been operating since 1998 and are based in Rhinebeck, New York, they have a national presence and specialise in government projects. Looking at financial transparency, John Arthur stated that as they do revenue sharing on sites, gave assurance that they offer an unprecedented level of transparency and record-keeping, plus that they take assist technically with installations and equipment, noting that they have assisted with municipalities all the way up to designing systems for NASA. John Arthur presented where they have worked, including Kennedy Space Centre, Seattle, Massachusetts, Daytona, a number of military bases and Maryland.

Looking at the projected coverage map, John Arthur explained that some of this information was included in the proposal. It was decided a tower of around 150-feet would be best considering they want enough space at the top for municipal antennas, so the lowest carrier is still seeing a good service coverage. With the terrain, there's not much difference in height, so this will give the various carriers equivalent coverage. John Arthur showed the existing water tank and the proposed site coverage, explaining that it's 700MHz, which is the primary coverage that the carriers are using. Mr. Arthur noted that there would overlap between the existing water tank site and the new tower, then looked to the 2100MHz map, which presents the higher frequency the carriers are using for 5G. There is less coverage for this frequency, but this site performs well in conjunction with the water tank site.

Mr. Arthur noted that a number of sites were proposed to show the number of options on the particular property. A site visit was held a few weeks ago and this brought it down to 3 sites, which were presented. He explained that the preference was 1 but that this would be for the council to approve. Mr. Arthur confirmed that all sites have direct access off the main road, which is particularly beneficial for out of hours visits and repairs. Sites 2 and 3, there is an existing road through the field so they will

take the driveways off this, and site 1 has an existing road that lends itself to a driveway going in. Looking at the first proposed site, he noted the 75x75 compound in the centre of the facility, it's 40-feet off the road and 75-feet off the back of the property line. Mr. Arthur then showed sites 2 and 3, describing them as equivalent and that none were preferred in their opinion.

On design options, Mr. Arthur noted that they are recommending a 156-foot tower as some feedback was received from carriers that they would want 150-feet. He explained that they usually design towers 6-foot above antennae level to give enough room for municipal antennas, and stated that they would like to use stand-off mounts as opposed to platforms to provide less of a visual impact and it helps avoid birds from building nests on the tower. John Arthur reported that the tower could hold up to 8 antennas and they could install all arms at the same time or just one. He presented the hot dip galvanised and brown finishes, explaining that they like the brown as it tends to blend in better and has a softer appearance, although some feel the galvanised finish blends in better with the sky. He noted that the poles are climbable and therefore don't need a crane or bucket truck for maintenance, and towers can be extended in the future.

Council member Bertaut asked if they also modelled the municipal antenna frequencies. Mr. Arthur stated that they did not, but that a typical municipal antenna frequency ranges from 155MHz to 400MHz, both of which will perform better than sailor (ph) frequency. He noted that the coverage map shows that they will get a lot more terrain out of that antenna as it's at a lower frequency.

John Arthur presented a drawing of the tower, noting that the carrier antennas are at 10-foot separations, which is the industry standard to allow 2-foot separation. Typical mounts were also shown and a lower public safety mount. He then presented the compound, explaining that 75x75 is a good amount of room to support the equipment and allow for some working space. There is also an aim to keep the centre clear of equipment to avoid any impact of the carriers on the foundation. One area is also kept free for public safety and the whole compound will be surrounded by an 8-foot high chain link fence and gate. Mr. Arthur showed a similar site in Massachusetts, explaining that the base of the tower can be screed with plastic sliding, permahedge or nothing at all, although he noted that it would be better to not have screening from a security standpoint. The location of the tower is also well screened by the adjoining properties and is therefore well protected from a visibility standpoint.

Looking at the typical development process, Mr. Arthur explained that they need the carrier to go through the planning and zoning process, which can be quite lengthy. The typical carrier acquisition process begins with marketing and interest from a carrier, they write an application, the carrier does their due diligence, which can take a couple of months, and then it leads to signing a sublease with the carrier. After that, the process is fairly predictable, which starts with the engineering process. This starts with a design visit, which has already been done, and is followed by a land survey and FAA certification. Site plans are developed for zoning purposes and construction drawings. Then the phase 1 environmental site assessment, title report and phase 1A archaeological study, which has become standard in the industry and is required almost 100% of the time. Next is the approvals process, which he noted includes 2 aspects; local and federal approvals. On local, he commented that they believe it may require variance on the height, which will lead to a planning board commission permit and then a town special use permit.

This will then lead to billing permits, the first carrier may be included in this. This will be followed by an FCC antenna structure registration, which isn't always necessary, but is if you exceed a certain height, but even if this doesn't happen, he explained that they like to file the site with the FCC as a marketing tool because federal and estate agencies use the FCC database as a means of finding the tower sites. Mr. Arthur noted that the overlay process is in parallel with the Environmental Protection Act review, which is required by the FCC. There are 8 items to go through and it takes around 6-9

months. He confirmed that 5-9 months is a typical time period for the NEPA review. Site installation is probably the easiest part of the project and assured the Council that they would be happy with the neatness of the project. John Arthur confirmed that the tower would go up in a day once the foundation is set. What is more unpredictable are the electrical utilities getting power from the local service providers and getting fibre installed. He reported that once the site is built and the carriers are installed, it's a 2-3-week process to get them integrated into the network.

Council member Greenly asked for further information on noise from construction and any temporary road closures. John Arthur confirmed there wouldn't be a lot of noise and that work would begin with the civil crew coming in to rough in a road to the site which would involve bulldozer and excavator-type noise and happens quite quickly over a day or 2. He described the possible types of foundation, pad and pier or caisson. Regarding the road, Mr. Arthur confirmed the road would be improved right away with the tower coming on 1-2 trucks and will be typically installed on the same day.

Questions previously submitted by local residents were presented. On visual impact, residents expect to see the tower from their house and Mr. Arthur was asked if there are any measurements with regards to what this does to visual impact and if there is a process to go through with residents. Mr. Arthur noted that a visual study is often required during the planning process and they can do a balloon test or indoor visibility study. He stated that first, they can do a viewshed analysis, explaining that it determines where the site can be seen, and while he noted there wasn't much visibility, they could run this to show where the site will be visible from. A balloon test can also be done where a balloon is released and photographs are taken from various areas, and confirmed that both these tests could be offered to the town with the results ready in time for the planning process, and this would take several weeks to get this several.

Council member Stinnette noted that there's a block on chart 18 and that it's apparent to him that there are a series of local municipality actions that they're dependent on having been done to keep to the timeline. John Arthur confirmed the 150-day shock clock was put in place by the FCC to limit towns on how long the process takes but, when there are multiple boards involved, this becomes impossible for any town to do as opposed to just one planning board. He noted that this can be aided by a coordinated review, which they could consider, but noted that they have never denied a request by a town to extend a deadline so didn't feel the town would need to be concerned about this.

Mayor Fraser commented that, with COVID-19, the County has reaffirmed its commitment to advance the deployment of cell towers and that there was a temporary site in Purcellville deployed in less than 2 months. Mayor Fraser noted that \$30 million grant in Virginia to advance broadband, including wireless towers, deployment was recently announced. The FCC recently waived the E-rate restrictions that enable reliable and acceptable connectivity to meet the needs of COVID-19. He explained that he raised these points with regards to the 9 to 14-month schedule and asked how they could bring this schedule down to 4 to 7 months as citizens have wanted this for over 2 years. Mayor Fraser added that, with the aforementioned acceleration and a schedule of 9 to 14 months, they may compete with other deployments in the county that will make Wireless Edge's deployment not of value to other cellular providers. He stated that his concern was that they couldn't compete with a schedule of 9 to 14 months given the current environment of accelerating rural broadband.

In response to the Mayor's comments, Mr. Arthur declared that it is in their best interest to do this as quickly as possible as they don't make any money until carriers are installed and they pay rent. He explained that the timescales are provided to not give unrealistic expectations and to acknowledge that things can come up, although he didn't foresee any issues with this particular site as it's easy access with no trees to remove. Mr. Arthur stated that he didn't foresee any environmental issues and it's not within an airport so there are no FAA issues, so they should go through the process quickly, and with

the carriers' assistance, they can get the site built fairly quickly. In respect to temporary sites, he confirmed that they would offer the wireless carriers the option of a temporary site, which can be a cell on wheels but these are limited. Mr. Arthur noted that they've looked at projects for temporary sites, which wouldn't require federal approval, and can be in place for up to 2 years, but the cost is almost as much as the regular tower and can therefore be quite prohibitive. He felt it would therefore be unlikely that a carrier would be interested in a temporary site. Mayor Fraser asked if it would therefore be possible to shrink the schedule to 4 to 7 months, to which Mr. Arthur confirmed that should be possible.

Council member Milan noted that he had seen in the due diligence that there is the carrier acquisition and they had mentioned they would be looking for carriers, and asked if they have them in line ready to instal once the tower has been completed. John Arthur confirmed this is an ongoing process and typically begins when they sign the lease with the town as that's when they have the authority to speak to carriers, but Ed Dawson has already had discussions with carriers. Mr. Dawson confirmed that he brought the Verizon team member out on the walk with them and he is already in touch with AT&T, and while they didn't say they were ready to go, they have a strong interest and that he expected AT&T to sign up first. Mayor Fraser commented that his concern was that they would have competing cellular towers going up in Western Loudoun and the longer they take to deploy theirs, it will become less attractive to carriers.

CITIZEN AND BUSINESS COMMENTS:

David Milam of 122 Amalfi Court and 711 West Main Street in Purcellville stated that he had just spoken to Nedim Ogelman, who he hoped would be able to join this evening. Mr. Milam commented that, on talking with Nedim, he felt there was a misunderstanding on what they had been asking for the community policing advisory committee. He explained that they were only asking that they have a staff person to take the minutes, not an appointed person to be a liaison, and that they hoped Chief McAlister could be that person as they look forward to the opportunity to work with them and the police department. David Milam clarified that they just wanted someone to take minutes and, like other committees of the town, it would be appropriate to give this committee the same support and have someone to provide dialogue.

MAYOR AND COUNCIL COMMENTS:

Council member Grewe commented that he was recently asked why the Town Council hadn't implemented the water rate plan adopted earlier this year. He explained that this was due to changing the water rates in the midst of the negative economic impact caused by COVID-19 and would move something from untenable to being potentially catastrophic. Council member Grewe acknowledged that it needs to be done and referred to Council member Bertaut's earlier comments about the need to address fiscal issues facing their water and sewer system and that he looked forward to robust ways to minimise the economic pain that may face residents. Council member Grewe stated that there may not be an easy way through this, but that it needs to be done. He commented, on a personal note, that a Mr. Andrew Platt, a student of his who now lives in Fairfax, has gone missing in the last few days and asked that everyone take time to look out for those in need, particularly those with mental health concerns. Council member Grewe asked that if anyone encounters Andrew Platt that they assist the police in getting him back to his family.

Council member Milan stated that he would like to comment on the emails he has seen in reference to the Chuck Kuhn presentation from last week, and there appeared to be a lot of misinformation with a lot of people assuming that they have decided to move forward on the presentation. Council member Milan noted that a Council member had commented that the Mayor was talking in private with this

information, which he felt was untrue, as an email was sent out in December 2019 that the Town Manager presented to the sitting council that Mr. Kuhn wanted to talk to the Town Council in January 2020 and that was pushed back due to COVID-19. The current Town Council listened to this and suggested they would look at it in 30-60 days. Council member Milan remarked that, as Council members, they have to be conscious of what they say, how they say it and who they say it to as they present a visual insight into the workings of the town, and therefore need to be careful about making accusations of what has already been discussed.

Council member Greenly offered his congratulations to their water treatment plant staff on their award, and to Officer Camp. Council member Greenly stated that he wished to address a matter that happened in the Council Chambers in the last meeting, and while he didn't approve of the choice of language used by Council member Stinnette, that he does applaud him for standing up for staff and wished he had stood up too. Council member Greenly commented that he realized motions had got to the better of them at that point of the meeting, but that he believes getting on staff wasn't the way to go.

Council member Stinnette commented that he was asked by a Council member to read a short public apology for the record for his tirade at the September 22nd meeting. Council member Stinnette commended the meeting record for review from 01:53:00 mark that introduces the topic that generated the tirade. He added that 3 hours later he sent the following apology to the entire council.

'I am truly sorry for my unprofessional conduct this evening and specifically including you in my comments. I know I have breached already a circumspect level of trust and for that I am truly sorry. I will do better going forward and hope you can find your way towards forgiving me my lapse. I think it is important to maintain and respect for different perspectives and to project a decorum that builds rather than tears down. I failed on that front this evening and you and the entire council have my sincerest apologies.'

Council member Stinnette stated that 24 hours after this email he received a response asking him to read a short public apology for the record. He noted that he apologized and meant what he said in his first 2 apologies, both of which are now in the public record. Council member Stinnette referred to Council member Milan's point regarding Mr. Kuhn and used the analogy of wanting to be an astronaut, and while it is one thing to talk about it, it's another thing to do it. Council member Stinnette commented that before doing something, you need to be able to discuss and be fully informed, and that he welcomes those from outside the community to come and talk to them in a public forum to help inform the community. He confirmed that he echoed Council member Milan's caution regarding coming to premature conclusions, and asked for patience from the community as they discuss the opportunities before them.

Vice Mayor Williams thanked Council member Greenly for his comments on asking them to look after each other, and thanked Council members Stinnette and Milan, stating that they need to consider communication between themselves and with the residents. Vice Mayor Williams gave an update on Halloween; on October 30th there will be movies and a costume contest, and that the CDC is not recommending the traditional trick or treating, but that Council member Stinnette and his committee have set up three movies.

Council member Bertaut seconded the comments about working together and felt it was time that, as a Council, they take control of the utility rates setting using the Stantec model to best advantage. He stated that it is vital they take control of this rather than letting the model kick out numbers they're not controlling the inputs for and then don't have confidence in the output. By taking control, they can have a better scenario for the town's residents.

Mayor Fraser echoed comments around clarity and timing of messaging. Looking to the previous week's meeting, he noted that Mr Kuhn had implied that the Town of Purcellville is in a terrible financial situation and that Council member Stinnette had stated this wasn't the case and that they are financially strong. Mayor Fraser was concerned about the use of 'structural balance' being used without context, and looked to action item 11a from the previous minutes and suggested that when they use this term that they need to put context around it as it's being sought on the assumption that estimated CIP costs will be paid in cash or short-term loans, so a \$4 million water main repair will be financed by cash or a short-term loan, not by a grant or long-term loan. Mayor Fraser asked for caution around the term as it can be taken without context. He noted that they are in urgent need of the \$1.3 million in 2023 for wastewater treatment debt, and the other \$20 million plus in CIP are based on assumption. Mayor Fraser encouraged the Council that they put to the public that these are based on assumption. He stressed that they are not in financial trouble, but have a good credit rating and financial affairs are being managed well with initiatives being taken to add to the revenue stream.

ACTION ITEM(S):

a. Approval of Meeting Minutes – 20th November 2019 Special Meeting

Mayor Fraser acknowledged that some Council members weren't on board at this time.

Council member Grewe made a motion to approve the Town Council minutes from November 20, 2019 and waive the reading. The motion was seconded by Council member Greenly. There were no discussion comments, other than Mayor Fraser's previous comments as raised in agenda item 4 regarding the use of 'structural balance'.

The motion carried 5-0 with 2 abstentions.

b. Annual CIP Requests to Loudoun County – Resolutions Approving Grant Requests

Council member Grewe made a motion that the Town Council approve the attached resolutions 20-10-01, South 20th Street sidewalk and crosswalk, resolution 20-10-20, South 20th Street Trail A Street to SCL, resolution 20-10-03 South 32nd Street sidewalk from W. J Street to Nursery Avenue, resolution 20-10-04 SR 690/North 21st Street multi-use trail phase 1, and authorized the Town Manager to execute all project administration agreements for any approved CIP funding for these projects in Loudoun County. The motion was seconded by Council member Stinnette.

David Mekarski noted a point of order, stating that he had noted on page 167 on resolution 20-10-02 and that it should read '20th Street Trail from A Street to Southern Corporate Line SEL'. On resolution 20-10-01 on page 69, which should read 'designing and construction of a sidewalk along 32nd Street'. He confirmed that these changes could be made and the amendment was accepted.

Motion:	Council member Grewe
Second:	Council member Stinnette
Carried:	7-0

Greenly:	Aye
Grewe:	Aye
Bertaut:	Aye
Stinnette:	Aye
Williams:	Aye
Milan:	Aye

Fraser: Aye

c. Adoption of Community Policing Advisory Committee Ordinance

Council member Milan made a motion that the Council approve Ordinance 20-09-01 establishing the Community Policing Advisory Committee, as set forth in Attachment 2 of the staff report dated October 13, 2020. The motion was seconded by Vice Mayor Williams.

Council member Greenly noted that he was in favour of the motion, but that when they talk about section 10.1, page 190, on establishing memberships, terms, minutes and by-laws, and under subparagraph A, commented that he objects that no town employees may be on this and that he disagrees with this. He commented that he has not seen any staff ask to be on these committees, but that he didn't see it as something he wanted to support and asked that it be removed.

Council member Milan commented that they took a vote in the last meeting and that everyone had agreed to the content that was discussed and they had said they would approve it with the appropriate changes suggested. He remarked that they were now making further changes every 2 weeks and that this has to stop. Council member Greenly stated that they had discussed at the first meeting about not allowing police officers and that if they didn't approve anyone then he wouldn't back it, confirming that this wasn't a new comment but was readdressing it.

Council member Grewe stated that some members of the public had contacted him on this and that there was a mix of reactions. He commented that employment shouldn't prohibit in this way and that he would concur with Council member Greenly on his suggested amendment.

Council member Stinnette commented that he agreed with Council member Milan that they have been batting this around, and while he understands a straw poll isn't binding, and referred to the email received by all Council members earlier in the day from Leslie Wilson stating that she is surprised they are creating an oversight board. Council member Stinnette stated that it is an advisory board, and referred to an earlier point by Council member Milan and commented that he was unsure what language he is adopting as there are at least 2 versions of the document, and that he therefore understands any confusion from the community. Council member Stinnette explained that they need to come up with one version they are in agreement that they can pose to the public that they are voting on.

Council member Stinnette asked which version they are voting on and that they could then discuss it further. Sally Hankins noted that the last meeting was held on September 22, and that a number of points had been discussed, which were captured and circulated to council members on September 24. Ms. Hankins stated that she didn't get much affirmation on what was captured and that the public could see what she thought was agreed to. She confirmed one response was received from Mayor Fraser on October 5 to submit a different written version, resulting in 2 versions, one from September 24 and one from October 5. Sally Hankins noted that there are differences between the versions and that it's the council's prerogative on which version they choose to adopt and how to vote. She acknowledged the frustration of the democratic process, but that she couldn't reconcile differences without instruction from the Town Council. It was noted that page 187 of the packet was her interpretation and that the second attachment is that written by Mayor Fraser.

Ms. Hankins explained that in the version as she understood it, she had a Council member liaison and staff member liaison but that she had realized she didn't understand the status of the liaison. The Mayor's version has just the Council member liaison and staff facilitator. Ms. Hankins commented that she was unsure of the difference between 'liaison' and 'facilitator'. She noted that in her version liaisons do not vote, nor do they in Mayor Fraser's version. In her version, the liaisons don't count

towards the 9 members but the Council member liaison does in Mayor Fraser's version, meaning there will just be 8 voting members. So Mayor Fraser's version would have 10 people at the table and 8 voting members along with the Council member liaison and a staff facilitator. Ms. Hankins confirmed her approach would have 11 at the table with 9 voting appointed members who are all local residents, business owners or students. She noted a small difference in the two versions on complaints regarding personnel, and has that any complaint goes to the administrative staff. Mayor Fraser also has the complaint going to staff in one section but Council in another, which she advised against. Sally Hankins noted in her version that the membership could be filled by residents, students or business owners, but in the Mayor's version business owners aren't eligible if they don't also live in the town. She stated that the staff facilitator takes minutes in the Mayor's version, which she approved in terms of accountability, but that would be an expense for the town. She noted the chief of police would be attending the meeting, and they would probably have someone else taking the minutes as it is difficult to participate and take minutes.

Mayor Fraser thanked Sally Hankins, and stated that he took two hours to listen to the meeting minutes and looked at his version as they had agreed to use his version and that he had then seen some inconsistency in what was proposed and Ms. Hankins's version, which was why he took the time to present this back to the town council. Mayor Fraser assumed that everyone had at least 4 days to look at this and vote on the second version, but if they did not then he was still ready to proceed and put a vote forward. Mayor Fraser confirmed that he had defined a facilitator as being consistent with all committees.

Mayor Fraser confirmed that the motion is to vote on the second version, as stated on the agenda, noted that Town Council has had ample time to review this and the only change has been regarding the definition of the facilitator. Mayor Fraser commented that he was against the note from Council member Greenly, as it was not consistent with any other committee's commission on board. He felt it would be a conflict of interest to have an employee of the town being a member of the extension of Council.

Council member Stinnette stated that he would like to understand that they are setting an advisory committee up to have a split vote and asked if this was the intent. Mayor Fraser confirmed that it wasn't, and thought they were in agreement to take his document as the seed document. Mayor Fraser noted that they had agreed to what he had presented as a mark-up copy, but that he was now hearing changes. Council member Stinnette restated that if he is going with the agreed version then this will set the committee up to have a potential 4-4 vote. Mayor Fraser remarked that there are 9 members on the committee; they don't include the Town Council liaison so there are 9 voting members as the Town Council liaison won't be a voting member.

Council member Stinnette asked if the language they have in the Mayor's version comports with that understanding. Sally Hankins stated it would be best to use the language in version 1 as it states 'the liaisons may fully participate in the committee but neither liaison shall count of 1 of the 9 members of the committee, count toward a quorum or a vote.' In version 2, it states the council liaison shall be a non-voting member, which means they are 1 of 9 but don't vote. Mayor Fraser confirmed that they are not a member. Council member Stinnette commented that they could make that minor amendment. Sally Hankins suggested that they take the sentence as read from version 1 and change from 'liaisons' to 'liaison', which Mayor Fraser agreed to.

Council member Stinnette noted section 10-1 states that it shall consist of 9 voting members, all of whom shall be appointed by the Town Council and none may be a current employee of the town, which he felt would mean 9 voting members. Mayor Fraser confirmed that the language had been misleading.

Council member Greenly asked if staff can apply to be on a board. Ms. Hankins stated that she thought they could, but couldn't confirm this, and commented that she appreciated the difference between a staff member from a community-appointed group who are there to give you a community point of view, and that she would be more comfortable if employees didn't sit on committees but wasn't sure if there was a legal reason they couldn't. Mayor Fraser confirmed that it is not written that they can or cannot but that he didn't think they wanted to do this. Council member Bertaut commented that he understood both sides of the argument and that the decision rests in the hands of the Town Council and there doesn't need to be complete consistency across the CCBs.

Vice Mayor Williams stated that she was in agreement with Council members Grewe and Greenly as they are talking about not allowing any employees. Mayor Fraser commented that those people still have a say as they can attend the meetings as a member of the community, otherwise there is a conflict of interest as the committees are an extension of the Town Council.

Council member Grewe noted that they provide compensation to certain boards and asked if, by that extension, they are then employees of the town. Sally Hankins responded that she didn't feel they would meet that definition under federal law. Council member Grewe commented that he would like to see consistency as moving away from this opens them up for issues, adding that the current view that employees can't sit on CCBs isn't a rule but merely tradition. Mayor Fraser stated that this should therefore be put in all CCB policies. Council member Grewe responded that if they take this point out so it looks like all other policies then it would be preferable.

Council member Stinnette noted that this ordinance was to set a template for all over CCBs to update to, which Sally Hankins confirmed, and it therefore comes down to the ethics of this versus not addressing it and they need to decide if they want all CCBs to say if there's a conflict of interest. Council member Stinnette stated the issue isn't that the policy is different, it's whether they want to eliminate a potential conflict of interest, and if they do then the statement should stand it should be used with all over CCBs. Council member Greenly confirmed that he would be in agreement with this.

Mayor Fraser confirmed they would keep the language as is and take it as an opportunity to enhance the language used by other committees. Sally Hankins wished to go on the record that she was opposed to this particular provision in bylaws section F that any complaint by any member of the committee will be sent to Town Council. She noted that they had previously discussed why personnel matters are kept private and that they limit these issues to only those who need to know to protect privacy until the matter has been fully investigated. To this point, she stated that any compliment received by the CPAC would be forwarded to the Town Manager and Town Council, but any complaint would only go to either the Chief of Police, Town Manager, Town Attorney or the HR Director. Ms. Hankins added she felt this was a better approach and wished to state this for the record before the vote took place. Mayor Fraser commented that his conflict was around the degree of the complaint and that it seems that he felt it could help to restrict complaints. Sally Hankins stated that once it is in the possession of the committee then it's out of the hands of the complainant and should only be sent to administration.

Council member Milan asked the Chief and Deputy Chief where they raise a complaint about an officer. Chief McAlister stated that complaints are handled inhouse but more severe cases then result in the Town Manager being notified, but the Town Council aren't involved in personnel matters. Council member Milan noted that if the problem requires notifying the Town Manager and Mayor then it would become an HR issue. Sally Hankins explained that the issue is that it's directed that each member sends any complaints received to the Town Council, which is the wrong place for the complaints to land. Council member Milan noted that the Deputy Chief has previously said that he has a venue for receiving complaints and they talked about another means for receiving complaints.

Council member Stinnette commented that the Mayor's version states how they will handle both complaints and compliments, with both handled in the same way, but Sally's version states that the Town Council will handle compliments but not complaints. Council member Stinnette felt that they may want to consider this as it's done to protect the Town Council. Mayor Fraser asked when they would become aware of a complaint about the police force, an incident or issue. It was stated that the policy looks to a personnel issue, but there is no issue with the Town Council being informed about a policy issue. Council member Grewe noted that when a committee hears a complaint, it goes down the HR channel and will come to the Town Council if it goes up to the right level, and policy issues would come to the Town Council.

A concern was raised about being potentially blindsided by an issue the Town Council is unaware of. Sally Hankins responded that she had sent an email regarding the list of personnel issues they have dealt with in 2020, most of which the Town Council doesn't hear about, and they are informed of any they should know about. Mayor Fraser agreed that this language should go into any committee or board.

Sally Hankins confirmed that they would, therefore substitute bylaw section F subsection 2 from Attachment 1 will be substituted for the same section in Attachment 2 and that the liaison will be changed to be a non-member.

Council member Grewe moved to amend Attachment 2 by replacing section 10-1F2 with the section of 10-1F2 in Attachment 1. In addition to this, Council member Grewe moved to amend section 10-1B, an amendment in the form of a substitute the last line 'the liaison may fully participate in the committee but shall not count as one of the 9 members, not count toward a quorum or vote'.

The motion was made by Council member Milan, seconded by Vice Mayor Williams and amended by Council member Grewe.

Motion:	Council member Milan
Second:	Vice Mayor Williams
Carried:	7-0

Greenly:	Aye
Grewe:	Aye
Bertaut:	Aye
Stinnette:	Aye
Williams:	Aye
Milan:	Aye
Fraser:	Aye

DISCUSSION/INFORMATION ITEM(S):

a. Aberdeen Nutrient Credits/Carbon Sequestration Project – Initial Draft RFP for Town Council Comments

Sally Hankins referred to the attached draft and that she had received comments from Council member Bertaut for discussion with the Council. Ms. Hankins stated that she turned it over to the Council to discuss the RFP and noted that this was due to be an update on progress with the intention for it to be acted upon in the next meeting.

Council member Bertaut thanked the staff for a good first draft, and explained that his comments were mainly on having something to vote on in the next meeting, and noted that a lot of the language indicated that they were looking for a desired contract term that was in excess of 10 years but wasn't sure why it needed to be tied down to this. Council member Bertaut added that there was some awkward language in the detailed scope of services, and noted an issue under Part G, and felt that it appears to bind the winning proposer to care for this asset in perpetuity and he felt no party would propose based on this. In addition, he commented that, under the solicitation schedule, there was some language that needs to be changed, noting that it is each prospective proposer's responsibility to regularly check the town's website for current information regarding the RFP schedule, and felt that, in fairness of vendors, they should inform them directly. Under section 2.2, he noted one of the requirements is a Virginia Class A Contractors License and that there is a sub-category of contractors' license that deals with environmental services but this is mainly for firms employed for contamination mitigation. Council member Bertaut noted some language towards the bottom of section 3.2 that seems to indicate it was unclear who owns the mitigation bank, the 3rd party or the town. He stated that there is also language about sources of financing, and he was unsure how pertinent this was for an RFP to come in and plant a forest. Council member Bertaut confirmed that mark outs are indicated by strikethrough, suggested wording, and comments and suggestions are in red.

Sally Hankins commented on the term of the contract being around 15 years as 10 years is how long they are required to report annually on the bank and 15 years would provide a buffer, but that it couldn't be less than 10 years. After 10 years, she explained that they own the bank and is the town's responsibility, but they could request an escrow to help offset any costs incurred over the perpetual maintenance of the tree stand.

Council member Bertaut interjected that he didn't understand the requirement for an escrow as towards the end of the tenure they could advertise an RFP for similar services or they could handle it themselves, but that it was implying it's the responsibility of a 3rd party to provide for an asset owned by the town when they are no longer earning income from it. Ms. Hankins agreed that they could remove escrow. It was commented that if they remove escrow then they assume the responsibility for replanting, even though it's past the 10-year period as they have to guarantee that this stand, there could be disease, drought or fire, and if the council wanted to assume full responsibility maintaining this. It was felt maintaining in perpetuity was out of scope but in 10 years they should have some financial security for over a 10-20-year period.

Council member Bertaut explained they could have a bond that covers expenses but questioned why a 3rd party should pay into this when it's an asset paid for by the town. He suggested the town can determine whether it's in their best interests to continue to maintain this asset or invite another 3rd party to come in at the end of the 10 years and see it through the next 10 years. Sally Hankins responded that they could do a bond, but that, in her experience, it is very difficult to collect on a bond and the banks that underwrite them don't willingly hand over the money. On the escrow, she suggested that if everyone is asked to present a proposal that includes one, they would probably see a lesser percentage offered on the front end in favour of a greater percentage offered on the back end, so they didn't have to offer one or to ask them what the numbers are like if they do or don't offer one. Council member Bertaut agreed with this suggestion.

Sally Hankins commented on reaching out to people when they've made changes to the website, and while she likes the idea, she stated she can't reach out to some people to let them know about updates and not others as this would create an unfair advantage for those who get direct notice. Council member Bertaut responded that he had interpreted it as that they were already accepting proposals. Sally Hankins stated that this wasn't intended, but instead that sometimes they issue an RFP and it's

then amended or an update is issued before proposals are submitted so they need people to check the website for these on their own.

Sally Hankins took the point regarding the Class A Contractors' License and that they would look into this to see if it's really necessary. She commented that they would own it in perpetuity and the capital aspects are overblown, but they could look to see if this could be toned down. She explained that it would probably take less than \$1 million of capital.

Council member Greenly noted Council member Bertaut's point about needing to maintain it in perpetuity and wondered why they would vote for this as they would have to maintain it after the economic viability has gone. He wondered what they would have to do to make this economically viable for both parties. Council member Bertaut remarked that if they got carbon sequestration it would go on for 40 years.

Council member Stinnette commented that Council member Bertaut had brought an important point to the fore and wasn't sure if they needed an escrow set up, that it should be addressed, but it's apart from the scope of the RFP so they should keep the scope of the RFP as 10-15 years. Sally Hankins responded that every aspect of the RFP is limited to the 10-15 years apart from the escrow provision.

Council member Stinnette noted 1.3.C regarding the intent to solve the legislative questions involved with making money off a nutrient credits. He stated that they had talked about this and that Ms. Hankins would look into the implications of recent legislation and that they asked for it to be written into the RFP. Sally Hankins stated that she didn't believe this piece of legislation applied to the town, even if adopted, and therefore there aren't words to address the legislation. She explained that there are agencies they will have to respond to and the proposer will have to do that work. Looking at paragraph 3.9, Council member Stinnette asked if they are confident that they can do what they're getting ready to do given the current easement in this area. Sally Hankins stated that she believed the project is consistent with the easement. Council member Stinnette confirmed, from a legislative and easement perspective, they are on solid ground, which Ms. Hankins agreed. Council member Stinnette concluded that it should be scoped as suggested by Council member Bertaut.

A comment was raised to ask the Council to consider the financing plan in 3.3, stating that it's critical to ensure that whoever they select has an adequate source of funds for subsequent replanting. It was noted that there have been cases where the person winning the mitigation bank has had to replant the total acreage 3 times, and this section regarding the finance ability of the proposer and whether they are bringing their own funding or investors, if planting is destroyed, funding needs to be available. It was felt that they need to include a strong financial element and that this could be discussed with Davenport. Sally Hankins confirmed that this would be outside of insurance, but that they would ask if this is available, but most likely the tree will be eaten by deer and this won't be covered by insurance. She explained that the consultant hired to prepare the plot analysis has a lot of experience and usually you can establish a field in a few years, but sometimes they can't get it to establish to the point they can get credit released due to deer predation. Council member Bertaut commented that it would be helpful if they stated the purpose for requesting information, so rather than asking for finances of a company, to state why they need to know this. Mayor Fraser suggested they state the problem.

Sally Hankins noted that they would need to allow for public access and, Council member Bertaut had stated not for the first 10 years. Ms. Hankins explained in the plan they have public access at the perimeter and would allow public access through the forest, but they could eliminate this. She added that the proposer may have trepidation allowing access through an area with young trees. Council member Bertaut didn't feel it would take 10 years to get the trees established. Sally Hankins commented that in the first 5 years the trees should become established, and it was noted that the

conservation easement encourages access and recreation.

Council member Greenly commented on Council member Milan's point regarding establishing trees and noted that it would dependent on what trees were put in. Sally Hankins explained the pines offer the same credits as more valuable trees, but they blow over more easily.

b. Update on CARES Act Grants

Mayor Fraser commented that they had seen the notes from town management and asked for any comments.

Council member Stinnette noted page 221 of the staff packet, paragraph 3, final sentence "we expect to have the first batch of certified applications ready to send to the county economic development authority for payment processing in the next few weeks" and asked for this to be clarified. Hooper McCann confirmed that the first batch of 24 businesses were submitted today with the total funding requested today as \$150,000. Another 65 are being worked on and there are 10 applications being held for the County process to be over as if they were to be awarded prior to their award then they would not qualify and they will therefore wait until the county process and award to these businesses as well. Ms. McCann confirmed that in the next 2 weeks the remainder of the 65 applications would be taken care of, other than the 10 for the reason as previously stated.

Mayor Fraser remarked that they are on track to provide over \$900,000 to the local business community.

Council member Grewe commented on page 222 'if they wish to do so, the Town Council may have to modify the eligibility criteria of the town's non-profit grant program to include other non-profit entities' and noted that this is the response to staff being challenged to examine relative to whether a C3 or C4 and if they would restrict to C3s only. He commented that they need to make the determination tonight and if they didn't tonight then it wouldn't happen. Mayor Fraser agreed that they needed to make the decision and asked for a motion. Council member Grewe felt they didn't need a motion and asked if it was the consensus of the Council to open the grant beyond the C3 limitation as originally designed. Council member Greenly asked if they would still have additional funds and this was confirmed.

Council member Grewe made a motion that the Town Council direct staff to expand the non-profit grant partnership that was opened on September 25, 2020, to expand beyond just the 501C3 non-profit status to include all of the non-profit status within the town of Purcellville. The motion was seconded by Council member Stinnette.

Motion:	Council member Grewe
Second:	Council member Stinnette
Carried:	7-0

Grewe:	Aye
Greenly:	Aye
Stinnette:	Aye
Bertaut:	Aye
Williams:	Aye
Milan:	Aye
Mayor:	Aye

Hooper McCann confirmed that, due to the change made by the Council and the closing date being yesterday, they would reopen the application period for another week.

David Mekarski thanked Council member Grewe, Jason Didawick,, Joshua Goff, Clint Cantrell, members of the Purcellville Business Association, Erin Rayner, Mary Gayle Holden, and Judy Stearns for going to over 160 businesses and exceeding the amount of applicants for the amount of funds they had.

c. Outdoor COVID Events and Restaurant Planning

David Mekarski presented a simple summary stating that any kind of outdoor seating under 900 sq. ft is not regulated and any tent structures over 900 sq. ft is regulated. Anyone wanting a radiant heater will have to contact Loudoun Fire Marshal for specifications and to carry out a site specification. These inspections will be done as a courtesy.

Council member Grewe thanked David Mekarski for putting this together and noted that he had presented this to the Purcellville Business Association as they were discussing what was happening to restaurants and were very pleased with it.

d. Asset Management Assessment for Buildings Located at the Community Garden, Village Case

David Mekarski gave an introduction, stating that they had received some concerns regarding the conditions of the buildings, and they had requested an engineer to assess them. An evaluation of the buildings has been provided along with input required to stabilise the buildings and a cost assessment of this.

Joshua Goff explained the property was donated to the town in 2001 and is approximately 5.8 acres. It is the home of 5 buildings and a silo, and all buildings are in need some need of repair, the community garden is also on the site and is the home of one of the well sites. Some complaints receive include parking issues, security of the buildings, safety of the structure and overall maintenance of the property.

Mayor Fraser stated his concern was the amount being spent to fortify the building and that they may need to knock them all down. Council member Stinnette agreed and thanked Mr. Mekarski for putting together an asset management team as well as for the estimates. Council member Stinnette noted that once they have a use established, they can determine the costs, and asked what it would cost to lose some of the buildings, particularly the metal shed, which would require \$27,000 to be stabilised. He stated he would like to hear about the uses of the buildings and the possibility of divesting any of the buildings.

Council member Grewe remarked that he investigated the site with his son over the summer and commented that buildings open to the public weren't safe and they therefore need to do more than put up tape to prevent access. He felt that should be addressed on the old historic buildings, commented that they need an overarching strategy on asset management to help streamline what the town is responsible for, but that the safety issues need to be addressed at an administrative level.

Council member Milan asked what the future use of the property is and felt that if a building is a nuisance then they need to get rid of it. It was commented that they have received 3 quotes for the demolition of the pooling house and that recommendations from the asset management team could be provided.

e. Selection of the Bank Institution and Option of Term for the Emergency Line of Credit in the Amount Not to Exceed \$3,000,000 to be utilised, if needed, for Critical Capital Infrastructure Improvement Projects

David Mekarski noted that this was presented previously by Davenport and that this was initiated at the beginning of the pandemic in March as an effort to get some liquidity to protect from the unknowns from multi revenues and expenditure related to the pandemic. He explained that he understood that this instrument is designed for capital needs, but that he wanted to publicly explain the logic. Mr. Mekarski stated that they are experiencing a revenue loss that may generally fund operations, but they are not 100% sure of to what extent. He commented that he had met with the finance team and the estimates for the next fiscal year are not encouraging. He remarked that when Kyle from Davenport talked about a letter of credit, the idea was that if you want to maintain the same service delivery and level of employees to deliver this, you don't want to go in the General Fund reserves and take that money to ensure they could run the services required. Davenport, therefore, came up with that there is some liquidity tied up in capital projects that have various phases, so if there's a loss and they can't make it without layoffs and cutting back on service delivery then they would borrow from the capital program on a temporary basis. If that capital is needed to keep those multi-year construction projects going without interruption, then they take it out of the letter of credit. David Mekarski felt this was never designed as a mechanism to finance capital improvements and ensure if they get funding up to \$2 million then they have a way to ensure that local government continuity remains, which he didn't feel was explained and created misunderstanding.

He stated that his recommendation as a manager is that they have saved their taxpayers \$2 million in refinancing because of their strong fiscal position and reserves exceeding fiscal policy. He referred to a memo he presented at a previous Council meeting that showed what would happen to reserves in the water and sewer departments between now and 2024, that they will go from \$12 million to \$4 million in the same period of this letter of credit, which is \$2 million below their fiscal policy. Davenport stated this could lower the rating 2 levels below where it's at. David Mekarski noted that they are asking Davenport to come up with a restructuring of the debt, but that this requires maintaining the highest fund rating and the cash reserves at the strongest level possible. He remarked that, as their manager, what he heard from Liz Krens is that he's concerned the pandemic isn't ending and will be dealing with this for at least a year so residents deserve a level of continuity of government and services. He noted they have one of the hardest working teams in Northern Virginia and he can't afford to lose a single person.

Mayor Fraser responded that if the pandemic will be long term and this is the best interest rate now, there will be worse interest rates later on. He noted Mr. Mekarski's reference from \$12 million to \$4 million and that this needs to be put into context, if they say it's \$12 million cash, then it's a bigger burden on the town than if it's \$12 million set out through the life of the capital asset, which would mean they have a loan that can be spread out, thus lessening the burden. Mayor Fraser remarked when they put in a new pipe or large infrastructure, they get a long-term bond, and noted Mr. Mekarski's mention of police and operations, commenting that they went out and made a change to allow them to use CARES for use of operations.

ADJOURNMENT:

Council member Grewe noted the time was 10:00 pm and that they had commented that this would be deferred, but was wary of deferring item 14 if it was needed for legal purposes.

Council member Grewe requested a motion to defer the remainder of the agenda and move to item 14 but that item 13 is needed for item 14. Sally Hankins felt it wasn't an emergency, but noted the

application pending and the need for a reasonable response time. Council member Grewe asked if 2 weeks would be too long a delay, and Ms. Hankins commented that they weren't under any statutory deadline. Council member Grewe noted that a meeting will be held on October 21 and item 14 could be added to the agenda, and added that they would also defer item 12e to the meeting on October 21.

Council member Stinnette agreed that they could stop the meeting and all remaining items would be discussed on October 21. David Mekarski commented that he had requested several months ago that the October 21 meeting be a single-item agenda. Council member Milan noted that they wouldn't be meeting in November and this needed to be addressed in October. Council member Stinnette respected that Mr. Mekarski wished to discuss the police department, but that they have been given 3 options, to work a 3, 5 or 10-year time horizon, they therefore need to give the time horizon to work to. He stated that he didn't believe the discussion on the police department would be long and therefore doesn't need to be a single-topic agenda but should instead be the first topic. Council member Stinnette added that they need to discuss the planning permission issue and all other remaining items and felt this could be therefore be added to the agenda for October 21.

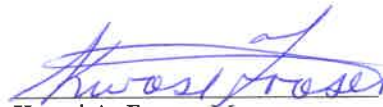
Council member Grewe made a motion to continue the remainder of the October 13, 2020 agenda, specifically items 12e, 12f, 12g, 12h, and items 13 and 14, to the next regularly scheduled meeting on October 21. This was seconded by Council member Milan.


Motion:	Council member Grewe
Second:	Council member Milan
Carried:	7-0

Grewe:	Aye
Greenly:	Aye
Stinnette:	Aye
Bertaut:	Aye
Williams:	Aye
Milan:	Aye
Mayor:	Aye

With no further business, Council member Grewe made a motion to adjourn the meeting. The motion was seconded by Council member Greenly and carried 7-0.

Submitted by TAKE NOTE.


Kwasi A. Fraser, Mayor


Diana Hays, Town Clerk

