

Pearisburg Town Council met in Regular Session on December 13, 2016 at 7:30 p.m. in the Pearisburg Municipal Building Council Chambers. Present for the meeting was Mayor Dickerson; Council Members Williams, Ballard, Journell, Harrell, Clark and Eaton; Town Attorney Hartley; Town Manager Vittum; Town Engineer Tawney; Police Chief Martin and Town Clerk Harless. Also present was Todd Meredith, Natalie Thwaites, Kevin Byrd (New River Planning Commission), Dianne Dinger and Zach Guynn, Virginian Leader.

Harrell made a motion that Council approve and accept the minutes from the November 8, 2016 Regular Meeting and November 30, 2016 Special Meeting. Clark seconded the motion. Voting yes: Mayor Dickerson; Council Members Williams, Ballard, Journell, Harrell, Clark and Eaton. The motion carried by a vote of 7 to 0.

Dianne Dinger addressed Council to report on the Farmers Market Promotional Program (FMPP) Grant. She stated that the overall impact is being tabulated and the data would be provided at the end of December. She reported that market producers generated over \$41,000. Farmers Market stakeholders, shoppers and local businesses have met and discussed the sustainability of the Farmers Market for next year. She will provide Council with their recommendations next month. She stated that the Roanoke Times wants to do a feature story on our Farmers Market. She reported that the Town had met all the objectives for the FMPP Grant. We will probably be returning around \$2,000 from categories not used for different reasons.

Dinger stated that Carilion Grant does not end in December. She spoke with Carilion and they approved having workshops from January to March next year. There is \$800 to carry over. The workshops will be held at Orchard Grove and Mullins Trailer Park. She stated that after her meeting with Carilion she would provide additional information. She asked Council if all workshops needed to remain in Pearisburg or can they take place in the County. Clark asked who would be providing them. Dinger stated that it would only be Kate Dinger. Harrell asked if there were any stipulations. Dinger stated that Carilion did not have any. Eaton asked the average cost of a workshop and was told it was \$60. Eaton stated that she has no problem with Council supporting the Focus Program. She would like to see the Giles Senior Center be

involved. She stated that to meet the final grant objective a newsletter needed to be sent out to stakeholders and certain information publicized. She explained to Council that Martha Walker of Cooperative Extension Office would like to come and address Council and the new Manager about the sustainability of the market.

Vittum stated that he had provided Council with information on the requests from local businesses for the Town Business Incentive Grants. He stated that a family member was providing a bid for the Smith work and he wished to recuse himself from providing recommendations. He asked Dianne Dinger to discuss the Smith request. Dinger addressed Council about the Smith Building located on Main Street beside the Ingram Furniture building. She stated that both buildings needed attention. It would be nice to blend them into the downtown area and give the top of the building more of a brick look. To help identify the different store fronts they would be painted different colors to make them more attractive and quainter appearance. She stated that the Smiths could not submit a grant application to the IDA without Pearisburg approving a matching grant.

Dinger reported she had met with the Merchants Association and presented the idea of members joining a task force to assist in certain areas. There are too few members to work on all events. Merchants are looking at doing a new membership drive. A brochure will be submitted to the merchants in January and Harless is working on the Town Website for the merchants. The merchants are working on creating a Welcome Committee to travel together and introduce themselves. They will explain the need to be involved in the planning of events and helping on event day. They are putting together an informational packet to hand out. Dinger stated that the Merchants Association does have some money. They talked about beautification in the downtown. They would like to have hanging plants and pots placed in front of buildings. She stated that Joseph Yost would like to meet with the merchants and town about the historical buildings to get an old town feel.

Dinger informed Council that there was some interest in having a Social House in Pearisburg where citizens could enjoy a Virginia wine or beer with an appetizer. This would not be a hang-out or bar, but a place where clients could go and sample local beverages from the

NRV. This would require unique accommodations. The interested person talked about tents or one room cabins referred to as glamping and she is not sure what the zoning is for this.

Eaton asked how many merchants were in the association. Dinger stated the list had around 95 but was unsure how many were members. She suggested planning sessions and members going door to door to get more businesses involved.

Dianne Dinger thanked the Town for the opportunity to work with staff and Council. She looks forward to hearing from them in the future.

Harrell reported on Public Safety Committee. The Committee felt that Council should draft a letter and go on record with their concerns about the traffic issues on Henson Avenue and Woodrum Street during after school pick-up. She felt we need to at least let the School Board be aware the town is having problems. Plans to build a bigger parking lot are being reviewed. Tawney had approved the plans and returned them to the County. Eaton stated Chief Martin has tried to reconcile the matter.

Ballard asked if the town has an enforcing mechanism in place or if it was up to the school. Chief Martin stated it was enforceable and they can write tickets to the parents. Hartley suggested writing a notice and have the Police Department hand them out to the parents. This would let them know if this continues the town will enforce the law and write tickets. Hartley suggested Council pressure the School Board and find out the construction schedule and urge the school board to get moving on the project. Journell asked who would be liable if someone was to get hurt. Hartley stated that would be difficult to make town liable for lots of reasons. He stated it would be the individuals who are illegally parking and violating traffic laws. We need to work towards eliminating the problem. Ballard stated that he agrees that the School Board should be acting on this matter but he does not agree that our Police Department needs to be the ones to provide the information to the parents. Ballard agrees Council should encourage the school board to act on this matter. Hartley stated that Chief Martin had indicated that the principal had walked away from him while he was attempting to work with him on resolving the problem. He understood that several Council Members planned to attend the school board meeting and express their concerns with safety and the traffic flow situation.

Journell reported on the Property and Recreation Committee. Clark made a motion that Council amend the recommendation on use of the Community Center by the Lions Club for their fundraiser and waive any fees for use of cafeteria and front lawn. Harrell seconded the motion. Voting yes: Mayor Dickerson; Council Members Williams, Ballard, Journell, Harrell, Clark and Eaton. The motion carried by a vote of 7 to 0.

The Committee recommended that Council approve of contacting James B. Thompson concerning acquisition of a piece of property across from Macy McClaugherty School. Harrell would like more of an explanation about the request and asked if Thompson was in favor of the request. Natalie Thwaites addressed Council and stated that Thompson had not been approached yet. She stated that the Town had acquired a portion of the land by VDOT for grading purposes. The property is directly across from Macy. Thwaites stated that as part of the Virginia Tech proposal they thought it was a good location for a Little League Football and Baseball field for practice since the town already owns a portion. Eaton asked if there was any vehicle access. Thwaites stated that parents could park across the street at Macy. Now, she is just asking to send a letter to the Thompsons to see if they would be interested in donating a small parcel of land. Vittum asked Tawney how much of the town land is usable. Tawney stated that the storm drainage is on the right and extends 30 to 40 yards. Vittum understood that the original project called for placement of a sediment basin.

Hartley suggested the letter state the size of the property to be donated would be around the same size as a football field. He suggested placing stakes to give a better visual of the size of land needed. It would need to include extra land to ensure we don't compromise the storm drain in a 100-year flood. Ballard stated he felt the issue before Council was whether to allow Thwaites to send the letter and the finer details could be worked out later. Hartley stated that the letter might be more beneficial to state why it's needed. If Thompson is interested Council can send a more official letter with details. Ballard felt that Council might want to think about some type of barrier to prevent liability and injury. Hartley stated that he felt what Thwaites wanted to hear from Council was if she sent the letter and Thompson was interested she would have Council support to move forward with acquiring the property. Council agreed that Thwaites should send the letter.

Thwaites stated she would like a donation account set up at the National Bank for donations that will be coming in for the Parks and Recreation Project. She stated that the town has invested \$5,000 for this project and she would like an account set up for donations. Eaton suggested a special account be set up like the current one for the Community Center. Vittum stated that the auditors frown upon having these small accounts. Thwaites stated that with all due respect she would like to see a separate account. She stated that this project is happening and she has already spoken with companies that plan to donate. These companies want to know that it is going to the special Parks and Recreation Project and not to the town to revitalize. Ballard asked Thwaites if she had any idea how much would be forthcoming. Thwaites stated it would be a substantial amount. She stated that Celanese wants to write a check in December. Clark had no idea we are looking at that scope of donations. Hartley stated that it would be up to the individual to confirm the tax deduction. He stated we are not tax advisors. Hartley stated that very few charities will make a statement this is tax deductible. Hartley suggested Thwaites get with him prior to doing any solicitations.

Williams made a motion to allow Natalie Thwaites to contact Thompson about donating property off Henson Avenue for a little league football and baseball field. Ballard seconded the motion. Voting yes: Mayor Dickerson; Council Members Williams, Ballard, Journell, Harrell, Clark and Eaton. The motion carried by a vote of 7 to 0.

Eaton made a motion that Council approve setting up a special account for the Parks and Recreation Revitalization Program. Clark seconded the motion. Voting yes: Mayor Dickerson; Council Members Williams, Ballard, Journell, Harrell, Clark and Eaton. The motion carried by a vote of 7 to 0.

Eaton reported on the Finance Committee. Staff has set up five payment plans and collected \$2205 on delinquent tax properties. The Committee recommends that Council approve a Sub-Grant to Giles Arts Council in the amount of \$1840 to complete two window murals on the west side of the PATS Building as outlined in the proposal approved by Council in November. Voting yes: Mayor Dickerson; Council Members Williams, Ballard, Journell, Harrell, Clark and Eaton. The motion carried by a vote of 7 to 0.

Council discussed a Façade Improvement Grant request by Robert and Shirley Smith for their building located on Main Street and a Small Business Assistance Grant request from Troy Williams for his storage buildings off Main Street. Vittum stated that currently the Town has budgeted for \$7500 in grant requests. The maximum grant per individual is \$5,000. Hartley suggested it might be wise to develop additional grant guidelines. He stated that if the building is making money it might not be the place to award a grant. He suggested that the applicant provide tax returns and financial information to assist Council in their decision to award a grant. He said it might be appropriate if you have a certain time of the year you award grants. This would give everyone an opportunity to apply. Hartley suggested Council look at the process in awarding the grants. Vittum stated the criteria list was set up by Council several years back.

Eaton made a motion to table the request and set up new guidelines. Clark seconded the motion. Council suggested staff contact the IDA and get a copy of their guidelines. Voting yes: Mayor Dickerson; Council Members Williams, Ballard, Journell, Harrell, Clark and Eaton. The motion carried by a vote of 7 to 0.

Clark made a motion to surplus an I-Pad Notebook and allow the Town Manager to purchase it for \$75. Journell seconded the motion. Voting yes: Mayor Dickerson; Council Members Williams, Ballard, Journell, Harrell, Clark and Eaton. The motion carried by a vote of 7 to 0.

Clark reported on the Public Works Committee. Vittum reported that he had received a call from Robert Hilt with Rural Development. If the Town wanted to lock in on an interest rate of 1.375% on \$1,527,000 it was only good until December 31, 2016. After that the rate will increase to 2%. The Bluff City debt is paid in full in April 2018 and will free up \$56,000 in annual debt payment. The Town would be able to re-dedicate this old debt service. Mr. Hilt would come out and secure documents before the end of the month. The remainder of the project which includes going out to bid and awarding a contract would come later during the process. Vittum indicated that if the town signs this week the figure would be locked in under Rural Development regulations. He stated that Council approval would be needed for Vittum to sign the necessary paperwork to lock-in the rate of 1.375%. He stated that with Rural Development the loan is not obligated until closing. The first year is interest only. Vittum felt the rates were

going to edge up each quarter. Harrell did not think we were ready to move forward on the project. Vittum stated that his original attention was only to present the PER to Council and wait until next year to secure funding. Vittum stated that we could confirm that the town would be under no obligation.

Tawney did a brief presentation to Council on what the PER from Anderson and Associates which included on the Ultra-Violet (UV) Disinfection for the Sewer Treatment Plant and replacement of old sewer lines with existing problems. He stated that we currently use chlorine gas for disinfection and have had one major leak. The company quit selling the chlorine gas to us. He stated that the company we currently purchase the chlorine from is now sole supplier. Tawney explained the need for UV and the fact that it was a much safer treatment. He stated that the town has two options and recommended placing the UV system in a building. He preferred not to leave equipment outside. The advantages of UV treatment are the safety of employees operating the system and the environment. The disadvantage is a higher annual maintenance cost. Hartley asked about the cost of using Chlorine disinfection. Tawney stated that the daily operating cost was \$19.83, the annual operating cost is \$7,238 and the annual maintenance cost is \$1200 which totals \$8,438. Hartley asked what was the average life of UV equipment. Tawney stated UV needed 60 bulbs and around 20 would need to be replaced annually at \$120 a bulb. Tawney stated that he had visited Carroll County and looked at their UV Treatment System and found it easy to maintain. Tawney briefed Council on the different failing sewer lines that need to be replaced. He explained each problem area in detail. He would like to include replacing these service lines in the Rural Development loan with the UV System.

Tawney stated that the Chlorine Gas System is old and has had several problems. The parts are hard to find and expensive. Hartley stated that after the last time we had a serious Chlorine leak at the plant Council was in favor of looking at going to UV. He thought the plan was to get several projects together to include the UV System and have a payment equal to the debt that was retiring. Tawney stated that the handling of the Chlorine System required specific training. The operators know what to do in case of a problem and they immediately shut the power down and call for help. The system is very toxic to humans. Hartley stated the

project was a new UV System and Line Replacement or UV System with any combination that Council wanted completed on sewer service lines.

Hartley asked if there were any other projects needed that were not on this list. Tawney mentioned a few items that were more routine maintenance. Vittum stated that in 2025 the rest of sewer debt would be paid off. Eaton stated the cost alone for the UV was \$400,000. Hartley stated that Council might be better off to take the difference on 30 or 40 years' debt and put that in a replacement plan. Vittum stated that UV had a 20-year life on their design and 40-year on the service lines. Eaton asked if we could do two bonds. Hartley answered it would be costly on issuance fees. Mayor Dickerson pointed out the funds would be freed up soon and we would not have to increase sewer rates. Vittum stated that if you had to replace a Rotating Biological Contact (RBC) it would cost \$200,000. He stated this could be paid from escrowed funds if those are built up further.

Eaton asked if once we sign and lock in the interest rate of 1.375% can we back out of the project. Vittum stated that if the bids come in too high you can cut the project back. Hartley stated that Council could bid the parts separately. He stated that we could do an all or none as well. Hartley stated to Council that this is something you really do not want to put off too long. The problems are not going to solve themselves. Vittum stated that it was a good probability the interest will continue to edge up.

Ballard asked if we would have this same discussion in the future or would this project resolve a lot of the sewer service problems for a period. Ballard asked Tawney for his best assessment since he was the expert. He just wanted to make sure it would solve the problem for the foreseeable future. Tawney felt it would save the town for the next 10 to 15 years. Hartley asked if there were any other lines with infiltration issues. Tawney stated that the ones he listed were the most significant problems. Hartley asked about the time frame to complete the project. Tawney stated it would take around 18 months. Vittum felt it would go out to bid in the fall of 2017 and construction in spring of 2018. Hartley stated that in his opinion the UV System is very important and he understands council did not have the timeframe needed to make this quick decision.



Kevin Byrd with the New River Planning Commission addressed Council and gave his annual report. He stated that Ms. Jennelle attends the monthly meetings. He reported that the Design Consultant Group is coming on board. They are looking at the economics of downtown and what it would take to make it viable. They are looking at a business support system for small business development. The visioning sessions would take place during the day and in the evening. The Design Firm will hear citizens input and make recommendations.

Byrd presented Vittum with a Resolution from the Commission recognizing him for his service and commitment with the Commission over the years.

The Committee recommended that Council approve the PER for the Ultra-Violent Disinfection System using Alternative 1 and the suggested sanitary sewer collection system improvements in the amount of \$1,527,000 and lock-in on the rate of 1.375% and authorize the appropriate documents be signed. Voting yes: Mayor Dickerson; Council Members Williams, Ballard, Journell, Harrell and Clark. Voting no: Eaton. The motion carried by a vote of 6 to 1.

Journell asked Tawney about the Christmas Angel light at south entrance of town not working. Tawney explained that staff maintains streetlights in downtown ourselves. This pole does not have power hooked up to it yet. Tawney stated on the Christmas light we do not pay for maintenance but we pay per month for each light.

The Committee recommended that Council approve the Unmetered Service Agreement from AEP and allow the Town Engineer to sign the documents. Voting yes: Mayor Dickerson; Council Members Williams, Ballard, Journell, Harrell, Clark and Eaton. The motion carried by a vote of 7 to 0.

## UNMETERED SERVICE AGREEMENT

Pursuant to this Agreement dated **November 18, 2016** APPALACHIAN POWER COMPANY, (hereinafter referred to as "COMPANY"), agrees to provide small general service to account (s) in the name of **TOWN OF PEARISBURG** (hereinafter referred to as "CUSTOMER"), on the **OPTIONAL UNMETERED SERVICE TARIFF**, as provided in tariff schedule Small General Service - 212 for that STATE OF VIRGINIA. This tariff is available to customers who qualify and use the COMPANY'S electric service for commercial purposes consisting of small fixed electric loads which can be serviced by a standard service drop from the COMPANY'S existing secondary distribution system. This service will be furnished solely at the option of the COMPANY.

The CUSTOMER'S temporary unmetered seasonal lighting will be considered one point of delivery and all kilowatt-hours applied to one account and billed on the appropriate Unmetered Service Tariff. The COMPANY may require meters to be installed, at locations of its choosing, to determine the appropriate kilowatt-hour usage applicable.

Each separate service delivery point shall be considered a contract location and shall be separately billed under this Agreement. In the event the CUSTOMER has more than one account for like service, the COMPANY may meter one account to determine the appropriate kilowatt-hour usage applicable for each of the accounts.

The CUSTOMER shall notify the COMPANY in advance of every change in connected load and the COMPANY reserves the right to inspect the CUSTOMER'S equipment at any time to verify the actual load. In the event of the CUSTOMER'S failure to notify the COMPANY of an increase in load, the COMPANY reserves the right to refuse to serve the contract location thereafter and shall be entitled to bill the CUSTOMER retroactively on the basis of the increased load for the full period such load was connected, plus three months. The fixed billing amount is subject to change based on rate revisions.

Upon receipt of this authorization and the information on the Usage Form (which information shall be updated annually by CUSTOMER), the COMPANY will initiate the unmetered service at the location (s) provided by the CUSTOMER. The fixed billing amounts will vary depending on load requirements for each service. Any questions will be directed to the Customer Services Representative for the assigned area.

This Agreement shall remain in effect for twelve months following the effective date noted above, and shall automatically renew for successive twelve month periods unless either COMPANY or CUSTOMER provides notice to the other of its intent to terminate the Agreement. In the event CUSTOMER fails to provide an updated Usage Form at least 45 days prior to the end of the then-current twelve-month period, COMPANY shall terminate the Agreement.

Account Name: Town of Pearisburg

Contact Name: Robert L. Dickerson

Date: December 15, 2016

Signature: Robert L. Dickerson

Hartley reported on the PSA. He attended his first meeting and wanted to bring a few items to Council's attention. The Board is exploring the eastern district to drill a well to supply water on that end of the county. They discussed the River Withdrawal Proposal from T&L and plans to apply for permitting to get water from the river. This would violate the council position on spending money for River Withdrawal. He has informed the PSA that pursuing this route could lead to the Town withdrawing their voluntary payments. The PSA Board favors renewing the permits to withdrawal water from the river. The DEQ Permit would last 20 years. Other required permits are valid for just a few years. The PSA wants to acquire the new Permit before the current permit expires in 2019. PSA efforts to increase the pumping capacity of Well No. 4 are currently on hold.

Eaton asked about an item in the November minutes. She wondered if the damage to a personal vehicle by the PSA truck was a matter covered by sovereign immunity. Eaton wondered why insurance would not pay. Hartley said he would ask the PSA about the vehicle. He was not sure why it was denied and they did not have the information. Hartley stated that as far as sovereign immunity the PSA was an authority as opposed to a government and this has different legal implications. Hartley also mentioned that the PSA is looking at getting a lease agreement on the Narrows' Orchard Well. Narrows agreed to lease the well with the condition that the PSA had to make repairs and maintain the well. The Board made no decision.

Harrell made a motion to nominate Eaton as Vice-Mayor. Clark seconded the motion. Voting yes: Mayor Dickerson; Council Members Ballard, Journell, Harrell and Clark. Abstaining: Williams and Eaton. The motion carried by a vote of 5 to 0.

Mayor Dickerson informed Council of the new Committee Assignments effective January 1, 2017.

**JANUARY 1, 2017 to DECEMBER 31, 2017**

**STANDING COMMITTEE ASSIGNMENTS:**

**FINANCE COMMITTEE**

**2<sup>ND</sup> MONDAY-----5:45 -- 7:00 PM**

**JUDY HARRELL - Chair**

KRISTI EATON

CATHY CLARK

DEBBIE MORRIS (Appointed 7-14-15)

LORRIE MITCHELL, FINANCE DIRECTOR

HOPE HARRELL, ASSISTANT FINANCE DIRECTOR

PUBLIC WORKS COMMITTEE

2nd MONDAY-----7:00 PM

KRISTI EATON-----Chair

JASON BALLARD

BRETT HART (Appointed 6-14-16)

RICK TAWNEY, TOWN ENGINEER

PUBLIC SAFETY COMMITTEE

2<sup>ND</sup> MONDAY-----7:00 PM

CATHY CLARK - Chair

JUDY HARRELL

SUSIE JOURNELL

GARY FIELDS (APPOINTED 6-10-14)

JACKIE MARTIN, CHIEF

RUSTY STUMP, FIRE CHIEF

PROPERTY & RECREATION COMMITTEE

2nd MONDAY -----6:00 PM

SUSIE JOURNELL-Chair

JASON BALLARD

LEIGH SToudenMIRE

DANIELLE MARTIN, RECREATION DIRECTOR

WORD/RHH/COUNCIL/STANDING COMMITTEES ASSIGNMENTS 2016 revised 12/13//16

Vittum updated Council on the recent Texas court case that issued a temporary injunction on FLSA – Overtime and Compensatory Time for Exempt employees. He asked if Council wanted to rescind the recently adopted policy. Harrell felt the policy should be tabled. She indicated a need to keep accumulated comp time around 40 hours. This would move five department heads back to exempt. The Building Official and Town Clerk exemptions may be questionable under current legislation. Hartley stated these positions meet minimum salary requirements, but this is one of several benchmarks needed to be exempt. This includes supervision, involvement with hiring and firing, and significant weight in consideration of recommendation. Ballard asked what is our current policy. Vittum explained the current new policy and the older policy. He stated that five of the seven department head positions moved from exempt to non-exempt due to the change in minimum salary. Hartley stated that with the proposed change in regulation we looked at the duties as well as salary. Hartley felt inspectors are not exempt under the old rules. Hartley felt the solution would be to eliminate the overtime all together and use the compensation time and it will keep it within the 40 hours. Ballard asked if Virginia is one of the states that is pursuing court action. Hartley was not sure, but the injunction applied nationwide. He stated that most Virginia localities are resending their new policies.

Eaton made a motion to resend the FLSA – Overtime and Compensatory Time for Exempt employees. Compensatory time needs to be addressed administratively. Ballard seconded the motion. Voting yes: Mayor Dickerson; Council Members Williams, Ballard, Journell, Harrell, Clark and Eaton. The motion carried by a vote of 7 to 0.

Vittum briefed Council on the Certificates of Satisfaction for the Downtown Project. The loans were forgivable over time. The current owners have maintained facades and the obligation has passed. The loans are forgiven and staff recommends Council release the loans so their titles are clear.

Journell made a motion that Council release the following loans by Certificates of Satisfaction on the Downtown Project for the owners to have a clear title. The loans are as follows:

Dorothy M. Timberlake	\$886
Richard W. Allen, Karen Gayle Allen, & Thelma W. Allen	\$17,914

B & D Rentals, LLC	\$29,250
Robert E. Bostic & Doris A. Bostic	\$2,025
Emily Lawrence	\$30,0000
Timothy G. Psathas, George G. Psathas & Janet S. Psathas	\$10,875
Robert H. Smith & Shirley Smith	\$15,293
James and Amy Westmoreland, LLC	\$78,375

Harrell seconded the motion. Voting yes: Mayor Dickerson; Council Members Williams, Ballard, Journell, Harrell, Clark and Eaton. The motion carried by a vote of 7 to 0.

Eaton made a motion that Council approve and authorize the signature on the WVVA Lease Agreement at the King Heights Water Tank. Clark seconded the motion. Voting yes: Mayor Dickerson; Council Members Williams, Ballard, Journell, Harrell, Clark and Eaton. The motion carried by a vote of 7 to 0.

## Water Tank Lease Agreement

This Lease is made as of this 13<sup>th</sup> day of December, 2016 by and between WVVA.net Inc. (Lessee) and the Town of Pearisburg, VA (Lessor).

### RECITALS

1. Lessor maintains a water tank site and has title to the property described as the Premises below.
2. Lessee desires to lease during the term of this Agreement attachment and related rights on the tank located on the premises.

### PREMISES

Lessor hereby Leases to Lessee and hereby leases from Lessor, antenna attachment and related rights on water tank and property located on Horsley Drive and on the "star" utility pole and property located on Hobson Avenue. The Premises shall include the following:

- a. The right to attach, operate, maintain and replace backhaul and transmission equipment including antennas, radios, transmission cable
- b. Clear area within the perimeter of the premise for a small equipment enclosure
- c. Electricity to operate said equipment.

The Premises are leased for the express purpose of constructing and operating a transmission Facility.

### TERM.

This agreement is to be effective January 1, 2017 and will be in effect for a period of three (3) years. This lease will then be automatically extended after the initial term for additional one (1) year terms. The lease may be cancelled after initial term at the end of any calendar year provided a prior written Ninety (90) day notice is given by either party.

### RENT

In exchange for rent payment, Lessee will provide and maintain Lessor with Internet connectivity at Lessor's garage (Town shop) and at the sewer plant location.

### LESSEE'S OBLIGATION TO INSURE

During the term of this lease, the Lessee, at its sole cost and expense, and for the mutual benefit of the Lessor and Lessee, shall carry and maintain the following types of insurance in the amounts specified: Comprehensive public liability insurance (not less than \$1,000,000.00) including property damage, insuring the Lessor and the Lessee against liability for injury to person or property occurring in or about the Leased Premises or arising out of the ownership, maintenance, use or occupancy thereof. All policies of insurance shall provide by endorsement that any loss shall be payable to the Lessor and the Lessee as their respective interests may appear. The Lessee shall have the privilege of procuring and

obtaining all of such insurance through its own sources, and shall provide written copy to the lessor. On an Annual basis beginning January 1, 2017, said insurance policies to show Lessor as an additional Insured. Lessor shall be held harmless from claims, liabilities, damages, or cost of defense, arising out of the actions of the Lessee. All such policies shall not be subject to cancellation without a thirty (30) day notice in writing to the Lessor. Cancellation of insurance shall allow Lessor to cancel the account of the Lessee, and the cost thereof shall be added to the rent payable to the Lessors, and shall be paid by the Lessee within thirty (30) days after written notice of such expenditures is given to the Lessee.

#### NO WASTE AND NUISANCE

During the term of this Lease, Lessee shall comply with all applicable laws affecting the Premises, the breach of which might result in any penalty on Lessor or forfeiture of Lessor's title to the Premises. Lessee shall not commit, or suffer to be committed, any waste on the Premises, or any nuisance.

#### ASSIGNMENT AND SUBLEASING

Lessee may not assign or sublet the Premises in whole or in part without Lessor's written consent, which consent shall not be unnecessarily withheld. If allowed, the making of any such sublease or assignment shall not release Lessee from, or otherwise affect in any matter, any of the Lessee's obligations hereunder.

#### NOTICES

All notices, demands, or other writings which this Lease requires to be delivered, or which may be delivered by either party hereto to the other, shall be deemed to have been fully delivered, when made in writing and deposited in the United States mail, registered and postage prepaid, and addressed as follows:

To Lessee:                WVVA.net Inc.  
                                 PO Box 135  
                                 Rich Creek, VA 24147

To Lessor:                Town of Pearisburg, VA  
                                 112 Tazewell Street  
                                 Pearisburg, VA 24134

The address to which any notice, demand or other writing may be delivered to any party as above provided may be changed by written notice given by such party as above provided.

#### INTERFERENCE

Lessee shall be responsible for coordinating and resolving any interference problems with existing transmitter and/or receivers on the Tank prior to the commencement of this Lease or any transmitters and/or receivers that may be existing attachments at any future date when Lessee desires to add additional transmitters or receivers to its leased section. Lessee shall not be responsible for coordinating and resolving any interference problems that may result from Lessor's subsequent lease of



tank space to any other party. Lessee agrees to notify Lessor whenever additional transmitters and/or receivers are planned to be added to the Tank. The Lease granted herein is not exclusive. Lessor hereby reserves the right to grant, renew or extend similar leases to others; provided that such leases do not utilize radio spectrum in the following ranges 700mhz (tv whitespace), 900MHz to 928MHz, 2400MHz to 2600MHz, 3500MHz to 3700MHz, 5150MHz to 5850MHz, or any other frequency for the purpose of providing any services similar to Lessee.

#### GOVERNMENT COMPLIANCE

Lessee shall maintain and operate its equipment and any attachments thereto in compliance with all government regulations, including all applicable FCC and FAA rules and regulations. Lessor shall maintain the Tank (as applicable) and surrounding premises in good condition and state of repair.

#### HOLD HARMLESS

Lessor shall be held harmless by Lessee from any liability (including reimbursement or reasonable legal fees and all costs) for damages to any person or any property in or upon the Premises at Lessee's invitation. Notwithstanding any provisions herein to the contrary, it is understood and agreed that all property kept, installed, stored and maintained in or upon the Premises by Lessee shall be so installed, kept stored or maintained at the risk of the Lessee. Lessor shall not be responsible for any loss or damage to equipment owned by the Lessee which might result from any Acts of God. Neither Lessor nor Lessee shall in any event be liable for damages for each other's business loss, business interruption, or other consequential damages of whatever kind of nature, regardless of the cause of such damages and each party, and anyone claiming by and through such party, expressly waives all claims for such damage.

#### GOVERNING LAW

The parties intend that this Lease and the relationships of the parties shall be governed the laws of the Commonwealth of Virginia.

#### ENTIRE AGREEMENT

All of the representations and obligations of the parties are contained herein; no modification, waiver or amendment of this Lease or any of its conditions or provisions shall be binding upon a party unless in writing signed by that party or a duly authorized agent of that party empowered by a written authority signed by that party. The waiver by any party of a breach of any provision of this Lease shall not operate or be construed as a waiver of any subsequent breach of that provision by the same party, or of any other provision or condition of the Lease.

IN WITNESS WHEREOF, the parties hereto have executed this Lease on the day and year first above written.

LESSEE:

WVVA.net Inc.

By: \_\_\_\_\_

Michael Clemons

Title: President

LESSOR:

Town of Pearisburg, VA

By: Robert L. Dickerson

Title: Mayor

Harrell made a motion that Council adopt a Banking Resolution for the Town. Williams seconded the motion. Voting yes: Mayor Dickerson; Council Members Williams, Ballard, Journell, Harrell, Clark and Eaton. The motion carried by a vote of 7 to 0.

## **RESOLUTION**

**WHEREAS**, the Town of Pearisburg desires to update all previous bank resolutions,

**NOW, THEREFORE, BE IT RESOLVED**, that all checks, drafts, notes, or orders drawn against the accounts of the Town of Pearisburg, Virginia be signed by any two of the following:

Robert L. Dickerson, Mayor; Regina H. Harless, Town Clerk; Lorrie A. Mitchell, Finance Director; Todd Meredith, Town Manager; or Rickie C. Tawney, Town Engineer; whose signatures shall be duly certified to the National Bank of Blacksburg, Pearisburg branch, and that no checks, drafts, notes, or orders drawn against said banks shall be valid unless so signed.

**BE IT FURTHER RESOLVED**, that said banks are hereby authorized and directed to honor in pay any checks, drafts, notes, or orders so drawn, whether such checks, drafts notes, or orders be payable to the order of any such person signing and/or countersigning said checks, drafts, notes, or orders or any such person in their individual capacities or not, and whether such checks, drafts, notes, or orders are deposited to the individual credit of the person so signing and/or countersigning said checks, drafts, notes, or orders, or to the individual credit of any of the other officers or not. This resolution shall continue in force and said banks may consider the facts concerning the holders of said offices, respectively, and their signatures to be continued as set forth in the certificate of the Town Clerk, accompanying a copy of this resolution when delivered to said banks or any subsequent certificate, until written notice to the contrary is duly served on said banks.

This Resolution shall become effective at 12:01 a.m. January 1, 2017.

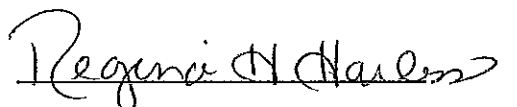
ADOPTED this 13th day of December, 2016.

APPROVED:



Robert L. Dickerson, Mayor

APPROVED:



Regina H. Harless, Clerk

Harrell stated that Council needs to appoint a Treasurer to fill the vacancy on the term that would end January 2018. She suggested appointing Lorrie Mitchell Finance Director. Hartley stated that Council could appoint anyone to serve as the role of Treasurer but if the Finance Director is appointed she would still hold her current position. He explained it would be dual roles and if they took the Treasurer appointment away Mitchell would still be the Finance Director and fall under the umbrella of the personnel policy. Council discussed appointing Meredith until the January 2017 meeting.

Williams made a motion to appoint Town Manager Meredith as Town Treasurer until the regular January meeting in 2017. Voting yes: Mayor Dickerson; Council Members Williams, Ballard, Journell, Harrell, Clark and Eaton. The motion carried by a vote of 7 to 0.

Clark made a motion that Council adopt a Resolution recognizing Colin Munsey for his service on Town Council. Eaton seconded the motion. Voting yes: Mayor Dickerson; Council Members Williams, Ballard, Journell, Harrell, Clark and Eaton. The motion carried by a vote of 7 to 0.

## **RESOLUTION**

### **A RESOLUTION TO HONOR COLIN D. MUNSEY FOR OUTSTANDING SERVICE TO THE TOWN OF PEARISBURG AS A MEMBER OF THE TOWN COUNCIL**

**WHEREAS**, Colin D. Munsey faithfully served as a member of the Pearisburg Town Council from January 1, 2012 to November 30, 2016; and

**WHEREAS**, as a member of the Council, Colin ably assisted with decision making and in formulating policy regarding the Town thereby helping insure its proper development and growth; and

**WHEREAS**, Colin served as a dedicated member on Committees of Council of the Town of Pearisburg, including the Finance, Parks and Recreation and Public Works Committees where his leadership helped to develop priorities and improvements to insure the future of this community; and

**WHEREAS**, Colin served as full voting member on the Board of Giles County Public Service Authority from August 14, 2013 to November 30, 2016 where he faithfully represented his community; and

**WHEREAS**, the Town Council for the Town of Pearisburg will miss his determined and enthusiastic presence in its future deliberations.

**NOW, THEREFORE, BE IT RESOLVED BY COUNCIL OF THE TOWN OF PEARISBURG, VIRGINIA, 7 OF ITS MEMBERS CONCURRING:**

*THAT, the sincere gratitude and appreciation of the Town of Pearisburg be expressed to Colin Munsey for his outstanding and dedicated service to his community as a member of the Pearisburg Town Council from 2012 to 2016; and*

*THAT, upon the occasion of his leaving the Town Council officially expresses its sense of appreciation by way of this resolution and orders its inclusion in the official records of the Town; and*

*THAT, a copy of this resolution be presented to Colin Munsey and his family in appreciation for all that Colin Munsey has done for and on behalf of all the residents of the Town of Pearisburg.*

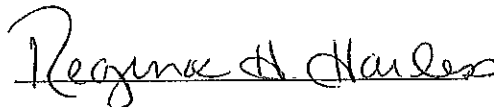
*This 13th day of December, 2016.*

APPROVED:

ATTEST:



Robert L. Dickerson, Mayor



Regina H. Harless, Town Clerk

Williams made a motion that Council adopt a Resolution recognizing Kenneth Vittum for his service and dedication to the Town over the past 28 years. Journell seconded the motion. Voting yes: Mayor Dickerson; Council Members Williams, Ballard, Journell, Harrell, Clark and Eaton. The motion carried by a vote of 7 to 0.

## R E S O L U T I O N

### A RESOLUTION HONORING AND RECOGNIZING KENNETH F. VITTUM UPON HIS RETIREMENT AS A TOWN OF PEARISBURG EMPLOYEE

WHEREAS, Kenneth F. Vittum was hired by Town Council on April 1, 1988 as Town Manager for the Town of Pearisburg and served the Town until December 31, 2016; and

WHEREAS, Ken will retire from the Town of Pearisburg on January 1, 2017 with over twenty-eight years of dedicated service to the Town serving as one of the longest Town Managers on record and having served under seven mayors; and

WHEREAS, Ken has been instrumental in assisting with the development and implementation of many projects over the years. These include new wastewater treatment plant and major upgrade, renovations to Town Hall and Library buildings, new Fire Station, acquisition of Community Center, major Downtown Development Projects, managed the development plan for the Dogwood Farms PUD which is now the home for Wal-Mart, Carilion Giles Community Hospital along with other businesses, and the acquisition and development of Whitt-Riverbend Park; and

WHEREAS, during his tenure Ken has served on the Chamber of Commerce Board, Giles County Homeless Shelter Board of Directors, Giles Health and Family Center Board of Directors, Giles County Public Service Authority - Alternate and Virginia's First Regional Industrial Facilities Authority Board of Directors; and

WHEREAS, Ken was recognized as an ICMA Credentialed Manager from 2006 to 2016; and been a member of the Virginia Local Government Association and served on the Executive Committee 1999-2001, 2004-2006 and 2012-2014; and

WHEREAS, Ken's dedication to service, Institutional knowledge, leadership of staff, professionalism and friendly face will be greatly missed by all who worked with him; and

WHEREAS, Town Council recognizes his contributions and acknowledges his worth as an outstanding employee of the Town of Pearisburg.

NOW, THEREFORE BE IT RESOLVED BY COUNCIL OF THE TOWN OF PEARISBURG, VIRGINIA, 7 OF ITS MEMBERS CONCURRING:

THAT, the Town Council recognized Kenneth F. Vittum for his outstanding and dedicated service to the Town of Pearisburg during his twenty-eight years with the Town of Pearisburg serving as Town Manager; and

THAT, the Town Council officially thanks Kenneth F. Vittum for all that he has contributed to move the Town of Pearisburg into the future and faithfully serving the citizens of the Town; and

THAT, the Town Council wishes Kenneth F. Vittum well in all his future endeavors as he begins his retirement; and

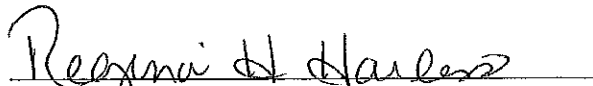
THAT, the Town Council order this resolution to recognize Kenneth F. Vittum be spread upon the minutes of the Council and that a copy be presented to Ken in gratitude for a job well done.

This 13th day of December, 2016.

APPROVED:

  
Mayor Robert L. Dickerson

ATTEST:

  
Regina H. Harless, Town Clerk

Mayor Dickerson presented Vittum with a framed Resolution on behalf of Council and thanked him for his years of service to the Town of Pearisburg.

Harrell made a motion that Council adopt Ordinance 16-06 Monetary Bonuses. Clark seconded the motion. Voting yes: Mayor Dickerson; Council Members Williams, Ballard, Journell, Harrell, Clark and Eaton. The motion carried by a vote of 7 to 0.

ADOPTED: December 13, 2016

ORDINANCE NO: 16-06

AN ORDINANCE TO ENACT CHAPTER 2, SECTION 86,  
ADMINISTRATION

***PAYMENT OF MONETARY BONUSES TO OFFICERS AND EMPLOYEES***

**BE IT ORDAINED**, by the Town Council of the Town of Pearisburg, Virginia, \_\_\_\_ of the elected members concurring, that:

**Section 1.** The following section of the Code of the Town of Pearisburg, Virginia, 1996, as amended, is enacted as follows:

**Section 2-86**

- (a) The Town Council may provide for payment of monetary bonuses to officers and employees of the Town from time to time as Town Council deems appropriate.

**Section 2.** This ordinance shall be in effect immediately upon its passage.

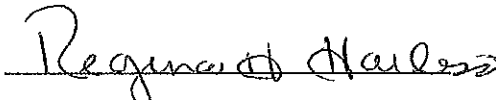
This 13th day of December, 2016.

**APPROVED:**



**Robert L. Dickerson, Mayor**

**ATTEST:**



**Regina H. Harless, Clerk**

On a motion by Clark, seconded by Harrell, passed by the following recorded vote, Mayor Dickerson, yes; Council Members Williams, yes; Eaton, yes; Ballard, yes; Harrell, yes; Journell, yes; Clark, yes; Council went into Executive Session as permitted by Virginia Code § 2.2-3711(A) (1), for discussion, consideration or interviews of candidates for employment; assignment, appointment, promotion, performance, demotion, salaries, disciplining, or resignation of specific public officers, appointees, or employees of the Town of Pearisburg: Town Manager.

On a motion by Journell, seconded by Clark passed by the following recorded vote, Mayor Dickerson, yes; Council Members Williams, yes; Eaton, yes; Ballard, yes; Harrell, yes; Journell, yes; Clark, yes; Council returned to regular session.

On a motion by Williams, seconded by Clark, and passed by the following recorded vote, Mayor Dickerson, yes; Council Members Williams, yes; Eaton, yes; Ballard, yes; Harrell, yes;

Journell, yes; Clark, yes; Council certified that the subject discussed in this Executive Session was the subject identified in the motion to go into Executive Session and only that subject, and that Council discussed no other subject while in Executive Session.

Eaton made a motion that Council give Kenneth Vittum a bonus of \$2800 upon his retirement from the Town. Clark seconded the motion. Voting yes: Mayor Dickerson; Council Members Williams, Ballard, Journell, Harrell, Clark and Eaton. The motion carried by a vote of 7 to 0.

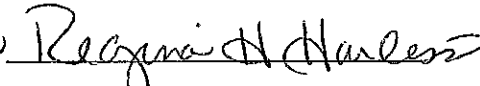
There being no further business the meeting was adjourned.

APPROVED:



Mayor Robert L. Dickerson

ATTEST:



Regina H. Harless, Town Clerk