

**Town of Urbanna  
Town Council  
Monthly Meeting  
Council Chambers-390 Virginia St. Suite B  
December 15, 2022**

**CALL TO ORDER & ROLL CALL**

Mayor Hartley called the meeting to order at 7:01pm

**Present**

Mayor Barbara Hartley

Council Members

Marjorie Austin

Larry Chowning

Bill Goldsmith

Merri Hanson

Steve Hollberg

Bill Smith

Garth Wheeler-Town Administrator

Roy Kime-Zoning Administrator

Andrea Erard-Town Attorney-via Zoom

Michele Hutton-Town Treasurer

Martha Rodenburg-Town Clerk

Members of the public

All present said the Pledge of Allegiance

**APPROVAL OF AGENDA**

**Councilmember Austin made a motion to accept the agenda as presented**

**Councilmember Goldsmith seconded**

**Austin, Chowning, Goldsmith, Hanson, Hollberg, Smith, and Hartley voted yes**

**Motion passed 7-0**

**PUBLIC HEARING-Issuance of Bonds**

**PRESENTATION**

Roy Kime gave a presentation regarding the proposed issuance of a bond not to exceed \$1,056,000 to finance the construction of a new water well (Well #6) for the Town's water system. The construction of this new well has been mandated by the Commonwealth of Virginia.

**PUBLIC COMMENT**

There was no public comment

**ACTION**

**Councilmember Hollberg made a motion to approve resolution authorizing the issuance, sale, and award of water revenue bonds as presented**

**Councilmember Goldsmith seconded**

**Austin, Chowning, Goldsmith, Hanson, Hollberg, Smith, and Hartley voted yes**

**Motion passed 7-0**

**RESOLUTION AUTHORIZING THE ISSUANCE, SALE AND AWARD OF  
WATER REVENUE BONDS IN AN AGGREGATE PRINCIPAL AMOUNT  
NOT TO EXCEED \$1,056,000 AND PROVIDING FOR THE FORM,  
DETAILS AND PAYMENT OF THE BONDS**

The Council of the Town of Urbanna (the "Council") has determined to make capital improvements to the water system of the Town and to issue revenue bonds, the proceeds of which, together with other available funds, are estimated to be sufficient to pay the cost of the improvements; and

The United States of America (the "Government") has offered to purchase the revenue bonds upon certain terms and conditions, and the Council, after mature consideration of the condition of the municipal bond market and other methods of selling its bonds, has determined to satisfy such terms and conditions and award the bonds to the Government.

On December 15, 2022, the Council held a public hearing on the proposed bond issue, in accordance with Section 15.2-2606 of the Code of Virginia of 1950, as amended.

THEREFORE, BE IT RESOLVED BY THE COUNCIL OF THE TOWN OF URBANNA:

ARTICLE I

Definitions

Section 1.1. Definitions. Whenever used in this resolution, unless a different meaning clearly appears from the context:

"Act" means the Public Finance Act of 1991 (Chapter 26, Title 15.2, Code of Virginia of 1950, as amended).

"Additional Bonds" means any bonds issued pursuant to Article VI and secured on parity with the Initial Bonds by a pledge of the Pledged Revenues.

"Authorized Officers" means the Mayor, Vice Mayor and Town Manager of the Town, any one of whom may act.

"Bonds" means the Initial Bonds and any Additional Bonds issued under this resolution.

"Closing Date" means the date on which the Initial Bonds are delivered to the Government.

"Consulting Engineer" means the engineering firm or individual engineer as may be employed by the Town as Consulting Engineer in accordance with Section 7.5 of this resolution.

"Council" means the Council of the Town.



(\$[amount])

and to pay, solely from such source, to the registered owner hereof interest on the unpaid principal from the date [hereof] [of each principal advance shown on the attached Certificate of Principal Advances] until payment of the entire principal sum at the rate of [rate]% per year. Interest only is payable on [date] and [date]. Installments of combined principal and interest of \$[amount] are payable beginning [date], and continuing on the same day of each month thereafter until the principal of this bond is paid in full. Any payment on this bond shall be applied first to interest accrued to such payment date and then to principal. If not sooner paid, the final installment shall be due and payable 40 years from the date of this bond. Such installments shall be payable in lawful money of the United States of America by check or draft mailed to the registered owner at its address as it appears on the registration books kept for that purpose at the office of the Town Manager who has been appointed Registrar, except that the final installment shall be payable upon presentation and surrender hereof at the office of the Registrar.

This bond has been issued pursuant to the Public Finance Act of 1991 (Chapter 26, Title 15.2, Code of Virginia of 1950, as amended) (the "Act") and a resolution adopted by the Council of the Town (the "Council") on December 15, 2022 (the "Bond Resolution") under the Act. The purpose of this bond is to provide funds, together with other available funds, to finance costs of capital improvements to the Town's water system, including a new water well. Reference is made to the Bond Resolution and any amendments to it for the provisions, among others, describing the pledge and covenants securing this bond, the nature and extent of the security, the terms and conditions upon which this bond is issued, the rights and obligations of the Town and the rights of the bondholder.

Capitalized terms used but not otherwise defined in this bond have the meanings given them in the Bond Resolution.

**Both principal of and interest on this bond are payable solely from the Gross Revenues of the System, and nothing in this bond or in the Bond Resolution shall be deemed to create or constitute a general obligation of or a pledge of the faith and credit of the Commonwealth of Virginia or any county, city, town or other political subdivision of the Commonwealth, including the Town.**

Pursuant to the Bond Resolution, the Town has pledged the Pledged Revenues to the payment of the principal of and interest on this bond. Additional bonds secured equally and ratably with this bond by a pledge of Pledged Revenues may be issued from time to time under the conditions, limitations and restrictions set forth in the Bond Resolution.

This bond is fully registered as to both principal and interest in the name of United States of America. Transfer of this bond may be registered upon the registration books of the Registrar. Prior to due presentment for registration of transfer the Registrar shall treat the registered owner as the person exclusively entitled to payment of principal and interest and the exercise of all other rights and powers of the owner.

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



Section 4.1. Revenue Covenants. It is covenanted and agreed with the holder of the Bonds that so long as any Bonds are outstanding the Town will:

(a) fix, charge and collect such rates, fees and other charges to users of or for the services furnished by the System and from time to time revise such rates, fees and charges so as to produce sufficient Gross Revenues in each fiscal year to equal an amount required to pay (i) the Operating Expenses which shall accrue or become payable during the then current fiscal year and (ii) the amounts required by Section 4.3 to be paid during the then current fiscal year into the Debt Service Fund and the Reserve Fund established in Section 4.3;

(b) apply the Gross Revenues as provided in Section 4.3; and

(c) segregate and keep segregated from all other Town funds all Gross Revenues and keep proper records and accounts therefor, separate and apart from all other Town records and accounts.

Section 4.2. Free Service: Enforcement of Charges.

(a) So long as any Bonds are outstanding the Town shall not permit connections to or use of the System or provide any services of the System without making a charge therefor.

(b) If any rates, fees or charges for the use of and for the services furnished by the System shall not be paid within 60 days after the same shall become due and payable, or within such shorter time as may be determined by the Town, at the expiration of such period the Town shall disconnect the premises from the System or otherwise suspend service to such premises until such delinquent rates, fees or charges and any interest, penalties or charges for reconnection shall have been paid in full; provided, however, that such services shall not be suspended if, in accordance with Section 15.2-2119 of the Code of Virginia of 1950, as amended, the health officers shall have found and shall certify to the Town that suspending such services will endanger the health of the persons occupying such premises or the health of others.

(c) The Town shall take all such action as may be necessary to perfect liens upon real estate for the amount of any unpaid rates, fees, or charges described in Section 4.2(b) above or any unpaid connection charges or other charges so that such liens will be binding upon subsequent bona fide purchasers for valuable consideration without actual notice thereof.

Section 4.3. Funds. The following special funds are established and shall be held by the Town for the following purposes:

Construction Fund: To the extent they are not applied to pay interim financing for the Project, the proceeds from the sale of the Initial Bonds shall be deposited in a special bank account designated the Construction Fund and shall be applied to the cost of the Project. The Town shall preserve at its office accurate records available at all times which show that payments from the Construction Fund or, if applicable, advances under the Initial Bonds were made solely to pay costs of the Project. Any balance remaining in the Construction Fund shall, at the option of the Town, be used to prepay installments of principal and interest on the Initial Bonds or shall be transferred to the Reserve Fund.



Service Fund, and the Reserve Fund, subject only to the right to make application thereof to other purposes as provided in this Resolution; and

(c) Such other properties and assets and interests in properties and assets as may hereafter be pledged to the payment of the Bonds pursuant to any supplemental resolution or which may be delivered, pledged, mortgaged, or assigned to the holders of the Bonds as security for the Bonds.

To the extent provided in Section 2.2-4902.1 of the Code of Virginia of 1950, as amended:

- a) The Pledged Revenues, whether presently held by the Town or in the future received by or otherwise credited to the Town, shall immediately be subject to the lien of such pledge without any physical delivery, control, filing or further act;
- b) The lien of such pledge shall have priority over any other obligations or liabilities of the Town, except as may be otherwise provided in this resolution; and
- c) The lien of each such pledge shall be valid, binding and enforceable as against all persons having claims of any kind in tort, contract, or otherwise against the Town regardless of whether such persons have notice of such pledge.

Both principal of and interest on the Initial Bonds are payable solely from Gross Revenues of the System, and nothing in this resolution or in the Initial Bonds shall be deemed to create or constitute an indebtedness of or a pledge of the faith and credit of the Commonwealth of Virginia or any county, city, town or other political subdivision of the Commonwealth.

## ARTICLE V

### Security for Deposits and Investment of Funds

Section 5.1. Security for Deposits. All moneys on deposit with any bank or trust company shall be secured for the benefit of the Town and the holder of the Bonds in the manner required by the Virginia Security for Public Deposits Act (Chapter 44, Title 2.2, Code of Virginia of 1950, as amended) or any successor provision of laws.

Section 5.2. Investment of Funds. All moneys in the Construction Fund, Revenue Fund, the Operating Fund, the Debt Service Fund, and the Reserve Fund not immediately necessary for the purposes thereof may be invested by the Town in securities and deposits which are authorized by the laws of the Commonwealth of Virginia for public funds, all of which shall mature or be subject to redemption or withdrawal by the holder or depositor for the purposes of the funds. Any such investments shall be considered a part of such funds and the accounts therein and income therefrom and any profit or loss on the sale thereof shall be credited to or charged against such funds and accounts.

## ARTICLE VI

### Additional Bonds

(g) the written opinion or opinions of counsel for the Town stating that the issuance of the Additional Bonds has been duly authorized and that all conditions precedent to their delivery have been fulfilled.

## ARTICLE VII

### Particular Covenants

Section 7.1. Payment of Initial Bonds. The Town shall pay promptly, as provided in the Initial Bonds, the principal of and interest on the Initial Bonds, but such principal and interest shall be payable solely from Gross Revenues, and nothing in the Initial Bonds or in this resolution shall be deemed to create or constitute a general obligation of or a pledge of the faith and credit of the Commonwealth of Virginia or of any county, city, town or other political subdivision of the Commonwealth.

Section 7.2. Construction of Project. The Town shall obtain all approvals, permits and consents required by law as a condition precedent to the acquisition, construction, development and operation of all parts of the Project and shall complete the construction of the Project in a sound and economical manner and in conformity with all applicable requirements of the Government and all other governmental authorities and do all acts and things necessary and reasonable so that the Town may begin to collect revenues from the Project at the earliest practicable time.

Section 7.3. Operation and Maintenance. The Town shall operate the System in an efficient and economical manner, maintain the same in good condition and make all necessary repairs, replacements and renewals. All compensation, salaries, fees and wages paid by it in connection with the operation, maintenance and repair of the System shall be reasonable. The Town shall observe and perform all of the terms and conditions contained in the Act and comply with all applicable state and federal laws.

Section 7.4. Competition. The Town shall not operate or assent to the operation of any utility service in competition with the System.

Section 7.5. Consulting Engineer. At the Government's request, the Town shall employ as Consulting Engineer an engineering firm or individual engineer of recognized standing and experience in the field of civil engineering registered in the Commonwealth of Virginia, whose duties shall include supervision of the construction of the Project and advice as to proper operation, maintenance and repair of the System.

Section 7.6. Sale or Encumbrance. The Town shall not sell, transfer, lease or otherwise encumber the System or any portion thereof, nor permit others to do so, without the prior written consent of the Government.

Section 7.7. Title to Lands. All parts of the System shall be located on lands to which title in fee simple or over which valid perpetual easements, in either case sufficient for the purposes of the System, are owned by the Town.



Section 9.2. Authority of Officers and Agents. The officers and agents of the Town shall do all acts and things required of them by this resolution, the Bonds and the Act for the complete and punctual performance of all the terms, covenants and agreements contained therein.

Section 9.3. Limitation of Rights. Nothing expressed or mentioned in or to be implied from this resolution or the Bonds is intended or shall be construed to give to any person or company other than the parties hereto and the holders of the Bonds any legal or equitable right, remedy or claim under or in respect to this resolution or any covenants, conditions and agreements herein contained; this resolution and all of the covenants, conditions and agreements hereof being intended to be and being for the sole and exclusive benefit of the parties hereto and the holders of the Bonds as herein provided.

Section 9.4. Limitation of Liability of Officials of Town. No covenant, condition or agreement contained herein shall be deemed to be a covenant, agreement or obligation of a present or future member, officer, employee or agent of the Town in his individual capacity, and neither the members of the Council nor any officer of the Town executing the Bonds shall be liable personally on the Bonds or be subject to any personal liability or accountability by reason of the issuance thereof. No member, officer, employee or agent of the Town shall incur any personal liability with respect to any other action taken by him pursuant to this resolution or the Act, provided he acts in good faith.

Section 9.5. Conditions Precedent. Upon the issuance of any Bond all acts, conditions and things required by the Constitution and statutes of the Commonwealth of Virginia or this resolution to happen, exist and to be performed precedent to or in the issuance of such Bond shall have happened, exist and have been performed.

Section 9.6. Repealer. All resolutions, or parts thereof, in conflict herewith are hereby repealed except such resolutions as may have been adopted by the Council at the specific request of the Government as a condition to its purchase of the Initial Bonds.

Section 9.7. Severability. If any court of competent jurisdiction shall hold any provision of this resolution to be invalid or unenforceable, such holding shall not invalidate any other provision of this resolution.

Section 9.8. Successors and Assigns. All the covenants, stipulations, promises and agreements of the Town in this resolution shall bind and inure to the benefit of its successors and assigns, whether so expressed or not.

Section 9.9. Headings. Any headings in this resolution are solely for convenience of reference and shall not constitute a part of the resolution nor shall they affect its meaning, construction or effect.

Section 9.10. Filing of Resolution. The Clerk of the Town is directed to file a certified copy of this resolution with the Circuit Court of Middlesex County, Virginia, pursuant to Section 15.2-2607.

Section 9.10. Bond Anticipation Note. In anticipation of the issuance of the Initial Bonds and of the receipt of the proceeds from their sale, the Town may borrow money and issue its notes for

\* \* \*

The Town Clerk of the Town of Urbanna, Virginia, certifies that:

- (a) the foregoing is a true, complete and correct copy of a resolution adopted by the Council of the Town at a meeting of the Council held on December 15, 2022;
- (b) the meeting was a duly called, noticed and held regular meeting;
- (c) during the consideration of the foregoing resolution, a quorum was present; and
- (d) the name of each member of Council voting on the adoption of the foregoing resolution and his or her vote were recorded at the meeting as follows:

<u>Members</u>	<u>Attendance</u>	<u>Vote</u>
Barbara Hartley, Mayor	Present	Aye
Marjorie Austin	Present	Aye
Larry Chowning	Present	Aye
William Goldsmith	Present	Aye
Merri Hanson	Present	Aye
Steven Hollberg	Present	Aye
William Smith	Present	Aye

**WITNESS MY HAND** this 15th day of December, 2022.



Martha Rodenburg, Town Clerk



## **APPROVAL OF MINUTES**

**Councilmember Austin made a motion to approve the October 2, 2022 minutes as presented**

**Councilmember Hanson seconded**

**Austin, Chowning, Hanson, Hollberg, Goldsmith, Smith, and Hartley voted yes**

**Motion passed 7-0**

## **REPORTS**

### **Town Administrators Report**

Garth Wheeler reported the following:

- Boundary Line Adjustment
  - Updated plat and metes & bounds survey have been sent to Middlesex Board of Supervisors and administration
  - Mr. Wheeler has met with Supervisor Jessie and spoken with Supervisor Harris
  - Plan to make a presentation at the January 5, 2023 meeting
- Polar Express
  - Urbanna Business Association (UBA) holding event Friday 12/16 and Saturday 12/17, with three rides per night
  - Trolley will be used as the “train” with stops at Portside Grill, Low Tide, and Chesapeake Inn
  - Thanks to UBA and Town businesses for their efforts
- Christmas Parade
  - Held December 2<sup>nd</sup>
  - 70 units participated
  - Bill Hight was Grand Marshal
  - Fire department prepared and sold food

### **Treasurer's Report**

Michele Hutton presented the November 2022 Treasurer's Report





## Treasurer's Report

The Balances Below, Reflect Bank Statements as of Month's End.

Account Balance thru 12/30/2022	Prior Year	Prior Month	Statement Date
	12/30/21	11/30/22	12/30/22
Primis Bank General Operating Bank Account	835,159.96	750,713.55	883,066.45
Renter Water Deposits	14,401.66	16,551.66	17,776.66
Net Operating General Bank Account	820,530.42	733,717.58	864,119.96
TRUIST Historic Trust	21,796.47	30,646.43	31,201.57
TRUIST Pool Replacement Account	36,762.79	94,768.04	594,770.35
Primis Bank Water Fund Reserve	113,910.53	114,396.58	114,471.80
Primis Bank General Fund Reserve	94,703.89	94,963.55	95,002.58
Primis Bank Cares Local Recovery	237,641.77	475,383.52	475,403.06
Primis Bank DMV	n/a	3,046.04	4,273.35
Primis Bank USDA Well Replacement-new 10/14/22	n/a	2,500.99	2,501.61
Taber Trust – Account Value		1,205.718.35	841,834.25
Taxes listed below are collected for prior month	12/30/21	11/31/22	12/30/22
Meals Tax collected in December	9,318.41	9,883.46	14,659.22
Lodging Tax collected in December	1,215.60	3,711.39	2,527.39
Cigarette Tax collected in December	491.57	1,485.88	554.88

### DECEMBER EXPENDITURES:

- Business as usual

10--12/15/2022 Minutes

### REVENUE as of 12/30/2022

12/20/22 Deposited \$500,000 to Truist, Pool Reserve from Taber Fund

Notes: 5 outstanding Oyster Fest Meals tax. Total collected which includes late payers from prior year \$14,340.02

Total Real Estate collected to date: \$247,174.06

Total Personal Property collected to date: \$12,178.67



January 4, 2023  
12:07 PM

## Lodging Tax

Town of Urbanna  
2023 Revenue Summary by Month

Range of Accounts: 100-12100-0001 to 100-12100-0001 Start Month: July Start Year: 2022  
Type: Revenue Activity Includes Accounts with Zero Activity: N Year To Date As Of: 12/30/22  
Subtotal CAFR: No

Account No	Description	Aug	Sep	Oct	Nov	Dec	Jan	Feb
Total	Jul							
100-12100-0001	Lodging Tax							
22343.49	3422.19	3213.42	7522.80	1946.30	3711.39	2527.39	0.00	0.00
Fund Total								
22343.49	3422.19	3213.42	7522.80	1946.30	3711.39	2527.39	0.00	0.00
Grand Total	Count: 1							
22343.49	3422.19	3213.42	7522.80	1946.30	3711.39	2527.39	0.00	0.00

January 4, 2023  
12:14 PM

## Meals Tax

Town of Urbanna  
2023 Revenue Summary by Month

Range of Accounts: 100-12110-0001 to 100-12110-0001 Start Month: July Start Year: 2022  
Type: Revenue Activity Includes Accounts with Zero Activity: N Year To Date As Of: 12/30/22  
Subtotal CAFR: No

Account No	Description	Aug	Sep	Oct	Nov	Dec	Jan	Feb
Total	Jul							
100-12110-0001	Meals Tax - Local							
77534.74	14635.00	14992.16	13319.79	10045.11	9883.46	14659.22	0.00	0.00
Fund Total								
77534.74	14635.00	14992.16	13319.79	10045.11	9883.46	14659.22	0.00	0.00
Grand Total	Count: 1							
77534.74	14635.00	14992.16	13319.79	10045.11	9883.46	14659.22	0.00	0.00

## Water Sales

January 4, 2023  
12:16 PM

Town of Urbanna  
2023 Revenue Summary by Month

Range of Accounts: 500-17010-0001	to 500-17010-0001	Start Month: July	Start Year: 2022
Type: Revenue Activity	Includes Accounts with Zero Activity: N	Year To Date As Of: 12/30/22	
Subtotal CAFR: No			

Account No	Description								
Total	Jul	Aug	Sep	Oct	Nov	Dec	Jan	Feb	
500-17010-0001	Water Sales Charges								
177919.66	2878.78	65830.56	17448.96	37734.22	16187.37	37839.77	0.00	0.00	
Fund Total									
177919.66	2878.78	65830.56	17448.96	37734.22	16187.37	37839.77	0.00	0.00	
Grand Total	Count: 1								
177919.66	2878.78	65830.56	17448.96	37734.22	16187.37	37839.77	0.00	0.00	

Happy New Year!



### **Finance Committee**

Councilmember Goldsmith reported there had not yet been a December meeting, but one would be scheduled by the end of the year.

### **Pool Committee**

Garth Wheeler presented the proposed site plan for the new pool and accessory structures by Bay Design. Discussion took place regarding the plan and with members of Urbanna Beautification (UBI) speaking out against the placement of the proposed Bristow Pavilion.

Mr. Wheeler added the plans could be modified to relocate the pavilion, but the most urgent need was to determine the location of the pool in order to get design and construction contracts in place.

**Councilmember Austin made a motion to move forward with building the pool as recommended by the Pool Committee and designed by Bay Design plans dated December 5, 2022**

**Councilmember Hollberg seconded**

**Austin, Chowning, Goldsmith, Hanson, Hollberg, Smith, and Hartley voted yes**

**Motion passed 7-0**

### **Planning Commission**

Councilmember Hanson reported the following:

- Commission met on 12/12 at 7:00 PM to thank members for their considerable volunteer efforts on behalf of the citizens and Town of Urbanna.
- Wanda Hollberg was thanked for her years of service on the planning commission and in continuing to work on the Urbanna Main Street Task Force.
- A final report of the commission's efforts and accomplishments over the last 2 years will be presented to Council at the beginning of 2023.

### **Water Committee**

Councilmember Smith reported on the following:

- A priority list has been created to assist the next Water Committee with the continuation of projects
- Water system upgrade project
- Call with Kimley-Horn on January 5, 2023 to review advertisement for bids for well #6

Councilmember Goldsmith thanked the outgoing Councilmember Smith for his work over the years.

### **PUBLIC COMMENT & PUBLIC COMMENT RESPONSE**

Billy Mayo-spoke to Council regarding a hole that remains after the new boat ramp was installed. Staff responded they will follow through.

### **OLD BUSINESS**

There was no old business.

## **NEW BUSINESS**

### **Floating pier purchase**

Garth Wheeler informed Council we have an opportunity to purchase a floating dock from Christ Church School. If purchased, the floating dock would be connected to the dinghy dock at the Town marina.

**Councilmember Hollberg made a motion to approve the purchase of the floating dock from Christ Church for \$3,000 and have it installed.**

**Councilmember Austin seconded**

**Austin, Chowning, Goldsmith, Hanson, Hollberg, Smith, and Hartley voted yes**

**Motion passed 7-0**

## **ADJOURN**

**Councilmember Austin made a motion to adjourn**

**Councilmember Smith seconded**

**Austin, Chowning, Goldsmith, Hanson, Hollberg, Smith, and Hartley voted yes**

**Motion passed 7-0**

**Meeting adjourned at 8:06pm**

**Submitted by:**



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**Martha J. Rodenburg**

**Town Clerk**

**Approved by Town Council 01/26/2023**