

**JAMES RIVER WATER AUTHORITY
BOARD OF DIRECTORS
FLUVANNA COUNTY OFFICE BUILDING
JANUARY 7, 2010
2:00 P. M.**

Present: Goodman B. Duke, John Y. Gooch, G. Cabell Lawton, IV, Thomas E. Payne

Absent: Dale G. Mullen, John E. Thomasson, and Fred Pribble, Draper Aden

Others Present: Kurt Krueger, McGuireWoods LLP, Legal Counsel; Joe Hines, Timmons Group; Jim Christian, Timmons Group; and Kimberly Smith, Records Clerk, Louisa County Administration

CALL TO ORDER

Chairman Payne called the January 7, 2010, regular meeting of the James River Water Authority Board of Directors to order at 2:03 p.m., which was followed by the Pledge of Allegiance.

READING AND APPROVAL OF MINUTES OF PRECEDING MEETINGS

On the motion of Mr. Duke, seconded by Mr. Gooch, which carried by a vote of 4-0, with Messrs Mullen and Thomasson absent, the Board approved the minutes of the December 3, 2009 meeting as presented.

APPROVAL OF THE BILLS

Mr. Lawton informed the Board of the outstanding bills from McGuireWoods in the amount of \$95,936.93 and the Timmons bills in the amount of \$192,830.00 with a total of \$288,766.93. Mr. Lawton said that Louisa and Fluvanna are expected to provide funding in the amount of \$150,000.00 each by the end of the week, leaving roughly 40,000.00 on hand for other expenses incurred.

Mr. Payne recommended motioning to approve the amendment to the Timmons agreement for the bills for \$192,830.00.

Mr. Krueger expanded on the bills by detailing a summary of the entire year including the month of December with an estimate of \$167,000.00 of which \$57,000.00 was for litigation from the State Corporation Commission lawsuit. Mr. Krueger said the remaining \$110,000.00 was broken down between various items including the assigning of the Timmons contract, organizational documents with an estimate of \$44,000.00 including the service agreement draft, the Dominion Resources intake easement transfer, general representation, and the project financing. Mr. Krueger emphasized that a large portion of the total bills stems from the State Corporation Commission lawsuit.

Mr. Hines summarized the Timmons Group billing by explaining to the Board that the bills covered a year and a half span. Mr. Hines said the billing included additional public meetings, additional meetings with the project partners, and additional meetings with the Board.

Mr. Payne requested a motion for the approval of the amendment for the Timmons Group agreement in the amount of \$192,830.00.

On the motion of Mr. Gooch, seconded by Mr. Duke, which carried by a vote of 4-0, with Messrs Mullen and Thomasson absent, the Board approved the motion to approve the amendment for the Timmons Group agreement in the amount of \$192,830.00.

On the motion of Mr. Gooch, seconded by Mr. Duke, which carried by a vote of 4-0, with Messrs Mullen and Thomasson absent, the Board approved the motion to pay the bills.

CHAIRMAN/EXECUTIVE DIRECTOR ITEMS

Mr. Payne informed the Board that he received correspondence in regards to approval from Fluvanna releasing funding in the amount of \$150,000.00. Mr. Payne said the Louisa Board also approved funding in the amount of \$150,000.00 for a grand total of \$300,000.00 and \$40,000.00 available on hand after the payment of the bills.

ITEMS FROM THE PUBLIC

None.

CONSENT AGENDA ITEMS

None.

OTHER BUSINESS

Mr. Lawton informed the Board that the Fluvanna Board would be having a work session January 23, 2010, in an effort to make decisions regarding how they want to proceed with the JRWA. Mr. Lawton said that Aqua Virginia is invited to present their presentation on how they can assist Fluvanna County. Mr. Lawton said that there would be additional discussion on what actions staff or the Board needs to take to proceed. Mr. Lawton said that the JRWA would not need to have the special meeting in January until the Fluvanna Board has their work session.

The Board discussed concerns and issues involving the future of the JRWA.

Elizabeth Franklin, Chairwoman of the Fluvanna Tax Payers Association spoke to the Board about issues concerning the taxpayers of Fluvanna in regards to the JRWA Board. Ms. Franklin explained that the citizens of the County of Fluvanna felt that they did not have enough time in advance to be notified, informed, and involved in the final decision to create a joint James River Water Authority Board. Ms. Franklin said that the citizens of Fluvanna had many unanswered questions before the formation of the Board and they continue to have unanswered questions.

Mr. Krueger suggested that Ms. Franklin submit a list of questions from the Fluvanna Tax Payers Association.

ATTORNEY'S ITEMS

Mr. Krueger spoke to the Board about the transfer of the ECTI and the DEQ permit. Mr. Krueger said the letters have gone out to both ECTI and DEQ. Mr. Krueger said that ECTI have responded and DEQ has not submitted the minor permit notification.

Mr. Gooch asked what happens to the permits if the JRWA Board is disbanded. Mr. Krueger said the permits would have to be transferred back.

Mr. Hines elaborated on the effects of modifications to the permits.

ENGINEER'S ITEMS

Mr. Hines addressed one of the concerns raised by Ms. Franklin pertaining to where the pipelines could and could not be run. Mr. Hines explained that there is no limit to where they can run the pipeline and that it would not be an issue to reroute the pipeline if necessary. Mr. Hines expanded on the comment made by Mr. Duke about the Rolls Royce plant in Prince George County.

OTHER ITEMS FROM BOARD OR STAFF NOT ON AGENDA

None.

FINANCIAL ADVISOR'S ITEMS

None.

ADJOURNMENT

The Board will not be meeting January 21, 2010, for the special meeting, the next Board meeting will be February 4, 2010.

On the motion of Mr. Gooch, seconded by Mr. Lawton, which carried by a vote of 4-0, with Messrs Mullen and Thomasson absent, the Board voted to adjourn the January 7, 2010 meeting at 3:05 p.m.

BY ORDER OF

THOMAS E. PAYNE, CHAIRMAN
BOARD OF DIRECTORS
JAMES RIVER WATER AUTHORITY