TOWN COUNCIL REGULAR WORK SESSION
Monday, July 8, 2024 @ 6:00PM
Town Hall Conference Room
View meeting online LIVE at https://www.frontroyalva.com/673/Town-Hall-Live

6:00pm 1. Roll Call

2. Closed Meeting

3. New Business as Time Allows
   A. Cash Management Services – *BJ Wilson*

   B. Pressure Reducing Valve (PRV) Vault Purchase for Jamestown Road – *BJ Wilson*

7:30pm 4. Closed Meeting

5. Old Business
   A. Rezoning Application from Rappahannock HC LLC Requesting an Amendment to the Zoning Map to Reclassify 1321 Happy Creek Road from R-2 Suburban Residential to R-1

   B. Liaison Committee Meeting Items

   C. Valley Pilot Fees (no coversheet)

6. Adjourn

CLOSED MEETING
AGENDA STATEMENT

Meeting Date: July 8, 2024 Item# 02

MOTION ON TO GO INTO CLOSED MEETING
[to be approved by affirmative recorded vote, with motion set forth in detail in the minutes]

I move that Town Council convene a closed meeting, pursuant to Sections 2.2-3711 and 2.2-3712 of the Code of Virginia, for the following purpose:

1) pursuant to Section 2.2-3711(A)(7) of the Code of Virginia, for consultation with legal counsel and briefings by staff members or consultants pertaining to actual litigation, where such consultation or briefing in open meeting would adversely affect the negotiating or litigating posture of the public body, more specifically, HEPTAD, LLC v. Town Council.

Motion to Certify Closed Meeting at its Conclusion
[At the conclusion of the Closed Meeting, immediately re-convene in open meeting and take a roll call vote on the following:]

I move that Council certify that to the best of each member's knowledge, as recognized by each Council member's affirmative vote, that only such public business matters lawfully exempted from Open Meeting requirements under the Virginia Freedom of Information Act as were identified in the motion by which the Closed Meeting was convened were heard, discussed or considered in the Closed Meeting by Council, and that the vote of each individual member of Council be taken by roll call and recorded and included in the minutes of the meeting of Town Council.

Moved ___________________ *Seconded* ___________________

VM Sealock ________ *Ingram* ________ *Morris* ________ *Rappaport* ________ *DeDomenico-Payne* ________ *Wood* ________

COUNCIL REGULAR WORK SESSION
AGENDA STATEMENT

Meeting Date: July 8, 2024 **Item# 03A**

Agenda Item: Cash Management Services

Summary: The Town of Front Royal issued a Request for Proposals (RFP) for cash management services and received six (6) proposals from financial institutions located within the Town's municipal limits. This process is completed every five years for the Town's banking services. The Town's evaluation panel reviewed the six proposals and interviewed the top three (3) respondents. Based upon the proposals and interviews, the Town's evaluation panel recommends the Town continue its relationship with Atlantic Union Bank.

Council is requested to approve the proposal from Atlantic Union Bank for cash management services for the Town of Front Royal for a period of five (5) years.

Budget/Funding: N/A

Staff Recommendation: Staff recommends for Council to approve as presented on the July 22nd consent agenda

Atlantic Union Bank

Response to Request for Proposal #08-2024 for Cash Management Services (Updated Version - 7/1/2024)

Prepared by:

Scott Arthur
Commercial Market Executive

Steve Hickman
CTP, Treasury Management Officer

April 24th, 2024

Dear Ms. Michelle Campbell and Mr. BJ Wilson:

Atlantic Union Bank is very pleased to provide the attached proposal for Depository and Cash Management Services to the Town of Front Royal. We are excited about the opportunity to continue our partnership with the Town to provide the best products and highest level of service to your office.

We believe people have the right to expect more from the companies they do business with. That's why we foster long-term relationships and offer access to local decision-makers. We're big enough to offer innovative products and services, but our hands-on style provides more than a banking relationship. It offers a personal relationship dedicated to your business' success.

We are aware that our branch service levels at the Front Royal branch have not been consistent. While we are not immune to staffing issues like all businesses in this current environment, we are excited about the addition of Cierra Partlow as Branch Manager. Cierra has been with the Bank for five years and prides herself on helping her customers meet their financial goals while at the same time providing a positive customer service experience.

We feel confident that we have put together a compelling proposal. We look forward to assisting in optimizing your cash management processes, consulting and presenting ideas to help you increase efficiency, reduce expenses, maximize interest income, and focus attention on security and fraud prevention.

Atlantic Union Bank will continually evaluate its services to the Town and proactively review, recommend, and implement improvements to these services.

We eagerly await your feedback on this proposal for Depository and Cash Management Services and look forward to the opportunity to continue to work with you and The Town of Front Royal. If you have any questions regarding the products, solutions, or responses detailed in the proposal, please do not hesitate to contact us.

Sincerely,

B. Scott Arthur

B. Scott Arthur
Senior Vice President
Commercial Market Executive
108 North Braddock Street
Winchester, VA 22601
T: 540.771.3842
Scott.Arthur@AtlanticUnionBank.com

Table of Contents

Confidentiality Statement

The pricing and rate information contained in this document is for the sole use of The Town and should not be released without prior written consent of your Relationship Manager, Scott Arthur.

We reserve the right to correct obvious or unintentional omissions or errors in this RFP response.

I. Qualifications and Experience

Headquartered in Richmond, Virginia, Atlantic Union Bank (AUB) holds assets of $20.7 billion, and is Virginia's largest based bank domiciled in the state. With a presence spanning the footprint of our Commonwealth, plus locations in Maryland and North Carolina, (109 branches) we are proud to be "Virginia's Bank." With all of our resources in close proximity to The Town, we are uniquely prepared to provide a high level of service to you and your affiliates. Our recently JD Power ranking as first in customer satisfaction in the Mid-Atlantic region (JD Power 2021 Consumer Banking Satisfaction Study) is a testament to our dedication to service.

Atlantic Union Bank has also been recognized for banking expertise by recent accolades awarded by Forbes Magazine for Best Bank in Virginia in 2018 & 2019 and the best bank in the world in 2022 and 2023 coming in 46 out of 415 banks reviewed in 2023. With this proven experience, Atlantic Union Bank is confident to meet The Town's financial goals and objectives.

Atlantic Union Bank's proposal highlights treasury management solutions specific to The Town's banking requirements at competitive pricing. Atlantic Union Bank desires to continually support The Town with ongoing banking needs through our customer focused and highly flexible environment. Along with the local relationship management team, bank executive management will continue to oversee The Town's relationship and provide proactive advisory support.

By banking with Atlantic Union Bank, The Town will benefit from the following:

- **Investment in Technology** - With the significant expansion of our Digital Strategy team, we continue to drive innovation, design and customer experience.

- **Breadth of Product and Services** –In addition to traditional treasury management services, we have proven expertise with handling robust Lockbox services for organizations like yours.

- **Product Innovation** – By offering forward-thinking products such as *Integrated Payables*, The Town can benefit from reduced A/P costs, fraud mitigation and potential cash rebates.

Atlantic Union Bank's Profile

Headquartered in Richmond, Virginia, Atlantic Union Bankshares Corporation (NASDAQ: AUB; $20.7 billion in assets as reported 10/31/2023) is the holding company for Atlantic Union Bank.

Since it was founded in 1902, Atlantic Union Bank has grown to become the largest regional bank headquartered in Virginia, with a presence across the Mid-Atlantic from Maryland to North Carolina. Through a customer-centric approach, we offer **financial strength, industry-specific expertise, and entrepreneurial innovation**. With our full suite of commercial banking, treasury and wealth management solutions we're here to create opportunities for business owners, nonprofit institutions and families.

Our footprint includes all major Virginia markets and parts of North Carolina and Maryland giving clients a **branch network unmatched by any other Virginia-based regional bank.** The Bank has 109 branches and approximately 123 ATMs.

Atlantic Union Bank is committed to enhancing and improving the communities where our clients live, work and play. Our sponsorship and giving strategies allow us to engage with our teammates and partners to enrich the lives of the people we serve.

In 2022, we invested almost $124 million in the communities we serve through Community Development and Engagement, with a focus on maintaining and building affordable housing units, small business access to capital, healthy food initiatives, and financial education for all ages. Our teammates* dedicated 6,767 volunteer hours to 370 organizations last year towards financial literacy education, community service, environmental causes, and others, and helped with 211 various support activities.

Setting future generations up for financial success is at the heart of what we do. We partner with Banzai to bring financial education into high school classrooms, preparing students to manage their financial future. In 2022, the program reached over 14,350 students, 275 educators and 173 schools.

*Full-time teammates are granted 16 paid hours for volunteer work annually.

Our wealth management division, **Atlantic Union Bank Wealth Management****, is a full-service financial team in Virginia providing individuals, institutions and foundations a full spectrum of fiduciary and wealth management offerings. They have $4.3 billion in assets under management as of December 31, 2022.

Atlantic Union Bank Wealth Management also serves the needs of Virginia's nonprofits across multiple sectors, including community, educational, health care, municipal and religious organizations as well as private grant-making foundations.

**Atlantic Union Bank Wealth Management is a division of Atlantic Union Bank that offers asset management, private banking, and trust and estate services. Securities are not insured by the FDIC or any other government agency, are not deposits or obligations of Atlantic Union Bank, are not guaranteed by Atlantic Union Bank or any of its affiliates, and are subject to risks, including the possible loss of principal. Deposit products are provided by Atlantic Union Bank, Member FDIC.

Atlantic Union Bank's Executive Leadership Team

John Asbury, Chief Executive Officer
- Joined October 2016
- 30+ years of experience in the banking industry, primarily at Bank of America and Regions Bank
- Former President and CEO of First National Bank of Santa Fe

Maria Tedesco, President
- Joined October 2018
- 30+ years of experience in the banking industry
- Former Chief Operating Officer for Retail at BMO Harris

Robert Gorman, Chief Financial Officer
- Joined July 2012
- 30+ years of experience in the banking industry
- Former Senior Vice President at SunTrust Banks, Inc.

David Ring, Commercial Banking Group Executive
- Joined September 2017
- 30+ years of experience in the banking industry
- Former Head of Commercial Banking – Atlantic Region at Wells Fargo

Shawn O'Brien, Consumer Banking Group Executive
- Joined February 2019
- 20+ years of experience in the banking industry
- Former Executive Director, Consumer Segment Group and Business Planning – BBVA Compass

Additional investor relations information, including a complete listing of the executive management team and financial statements, is available online at Investors.AtlanticUnionBank.com.

Atlantic Union Bank's risk-based capital classification is recognized as Well-Capitalized. Below you will find a breakdown of the capital structure and core deposit base:

Capital Position at December 31, 2022

al Ratio	Regulatory Well Capitalized	Atlantic Union Bankshares	Atlantic Union Bank
Tier 1 Ratio (CET1)	7.0%	9.9%	12.8%
tio	8.5%	10.9%	12.8%
Capital Ratio	10.5%	13.7%	13.3%
vg. Consolidated Assets	5.0%	9.4%	11.0%

Diversified Core Deposit Base

Deposit Base Characteristics

98% core deposits[1]

57% transaction accounts

Deposit Composition at December 31, 2022

As of 12/31/22, the average deposit balance for AUB was $33,000 vs. 1.2 mill

Forbes 2022 BEST-IN-STATE BANKS

Top 50 Public Banks

All data from S&P Global except insured deposit concentration, which is from Raymond James Financial

Atlantic Union Bank holds a CRA Rating of Satisfactory.

Branch Location

Atlantic Union Bank's footprint includes all major Virginia markets and parts of North Carolina and Maryland, which provides clients a branch network unmatched by any other Virginia-based regional bank.

The Bank has one branch within the Town of Front Royal. This serves as the existing primary branch location for The Town, led by Branch Manager Cierra Partlow. Address and business address are provided below. It will continue to serve as The Town's branch for cash deposits, coin / currency orders. If there are large coin/change requests, we request that the Town notify the branch so that the specific order can be prepared in advance of pickup.

Large cash deposits are recommended through the Night Drop at this Branch location, which allows for more security of cash handling and vault dual-control processing through Branch personnel. Night deposit bags can be provided to the Town upon request, and deposits will receive next day credit if received prior to 9:00 AM on normal business days.

Additionally, this Branch team will be in direct contact through phone and email with authorized Town employees in the event that there is a cash adjustment on an in-branch deposit.

- ***Front Royal Branch***
    - 473 South Street, Front Royal, VA 22630
    - 540.636.2500
    - Business Hours: Monday – Friday 9:00am – 5:00pm, Saturday 9:00am – 12:00pm.

We're honored to be awarded
#1 in Customer Satisfaction with Consumer Banking in the Mid-Atlantic Region.

For J.D. Power 2021 award information, visit jdpower.com/awards.

II. Personnel

At Atlantic Union Bank, we strive to support our clients as a team to provide the best customer experience. Your relationship management team was created to provide The Town a superior client service experience and ongoing service and support. Your primary point of contacts will be your Relationship Manager, Scott Arthur and Treasury Management Officer, Steve Hickman.

Below is an organization chart of key individuals that will be assigned to manage the commercial banking and treasury management for The Town.

Banking Relationship Team

Relationship Manager

Scott Arthur
Senior Vice President
Commercial Banking Executive
108 North Braddock Street
Winchester, VA 22601
Direct: 540.771.3842
Scott.Arthur@AtlanticUnionBank.com

Treasury Management

Steve Hickman, CTP
Vice President
Treasury Management Officer
1051 East Cary Street Suite 1200
Richmond, VA 23219
Direct: 804.523.7231
Steve.Hickman@AtlanticUnionBank.com

Commercial Banking

Abigail Arthurs
Commercial Banking Assistant
1658 State Farm Boulevard
Charlottesville, VA 22911
Direct: 434.970.1161
Abigail.Arthurs@AtlanticUnionBank.com

Treasury Management

Tayler Miller
Treasury Management Associate
999 Waterside Drive
Norfolk, VA 23510
Direct: 757.278.7417
Tayler.Miller@AtlanticUnionBank.com

Customer Service

In addition to your dedicated relationship team, our dedicated **Treasury Services Support Team** provides in-depth support for all Treasury products and services Monday through Friday, 8:00 a.m. to 5:00 p.m., at **1.877.920.6888.**

Additionally, Atlantic Union Bank offers a comprehensive **Customer Care Center** available Monday through Friday 7:00 a.m. – 8:00 p.m. and Saturday 7:00 a.m. – 5:00 p.m., at **1.800.990.4828.**

Scott Arthur, Senior Vice President, Commercial Market Executive

Scott currently serves as a Commercial Market Executive for Atlantic Union Bank in the Front Royal and Winchester markets. He will continue to serve as the Town's primary Relationship Manager.

Scott is a native of Winchester, VA and has enjoyed a 40+year career as a Commercial Banker there, joining Atlantic Union Bank in 2015. He is currently responsible for managing and developing commercial client relationships in the Northern Shenandoah Valley. Scott graduated from the University of Richmond in 1981. He previously worked at BB&T and First Union as Market President. He is active in the community, as Area 1 Governor for Rotary District 7570, Vice President of Mt. Hebron Cemetery Board of Managers and a Sr. Board Member of the Judges Athletic Association. He is also Past President of the Rotary Club of Winchester, Past Chairman of the Top of Virginia Chamber of Commerce, Past President of Blue Ridge Hospice and Judges Athletic Association and Past Campaign Chair for the United Way of the Northern Shenandoah Valley. He also served on the board of Shenandoah Valley Westminster Canterbury and the Winchester Education Foundation. He and his wife Margaret have two grown children and one granddaughter.

Direct Line: 540-771-3842 | Scott.Arthur@AtlanticUnionBank.com

Steve Hickman, CTP, Vice President, Treasury Management Officer

Steve is the primary contact for treasury management services and collaborates with the Relationship Manager to deliver customized cash management solutions in a highly responsive manner. He specializes in commercial treasury solutions such as online payable solutions, remote deposit capture, A/R lockbox services, automated sweep services, automated file transmission services and fraud management tools.

Steve has been in banking for 11 years; 8 of which have been in a Treasury Management consulting role. He joined Atlantic Union Bank in February of 2017, serving as a Treasury Management Officer for numerous regions in the Western part of Virginia. Steve began his career in New Orleans at IBERIABANK, where he held positions in Retail Banking, Commercial Credit Analysis, and Treasury Management. Steve has worked extensively with public institutions, having on-boarded and managed several municipal treasury relationships throughout the Commonwealth. Steve is a graduate of Rhodes College with a BA degree in History, and has been a Certified Treasury Professional (CTP) since January of 2016.

Direct: 804-523-7231 | Steve.Hickman@AtlanticUnionBank.com

Tayler Miller, Treasury Management Associate, is your contact for treasury management support on a daily basis. Tayler provides support to commercial clients to assist with implementation, onboarding and ongoing servicing of treasury management services. She supports the Treasury Management Officer to deliver exceptional customer service in a highly responsive manner. Tayler joined Atlantic Union Bank in 2019 and has served the Virginia market during that time. She ensures that every client's needs are met and has been thriving as a support specialist for Atlantic Union Banks Treasury service clients. Tayler is passionate about community involvement opportunities with Atlantic Union Bank and serves yearly as an active orchestrator of their involvement of her local communities Christmas Parade.

Direct: 757-278-7417 | Tayler.Miller@AtlanticUnionBank.com

Abigail Arthurs, Commercial Banking Assistant, has worked in banking for over nine years, both on the retail and commercial side, supporting individual and business clients. She joined Atlantic Union Bank in 2016 and enjoys serving clients in both the Western and Central VA markets as a Commercial Banking Assistant. She has extensive experience working with businesses of all shapes and sizes, both C&I (commercial and industrial) and CRE (commercial real estate), and has handled all types of deposit and loan accounts, including those for small businesses, large corporations, non-profits, municipalities, and government/public funds. Although raised in Florida, she has been in Virginia for over seven years, currently living with her family in a small community just outside of Albemarle County. In addition to banking, gymnastics is a passion, and she has worked in various capacities in the field, including coaching, and just recently as a volunteer for the public school system.

Direct: 434-970-1161 | Abigail.Arthurs@AtlanticUnionBank.com

Michael Snow, Senior Portfolio Manager, Asset Management:

Mike is the primary contact for custodial/trust services as it relates to the County of Warren's cash or securities held by a third-party custodian. Mike manages portfolios for our institutional non-profit clients which includes fixed income managed portfolios for governmental clients in Virginia. He brings over 25 years of experience in the industry having joined Atlantic Union in 2013 and is a member of the Institutional Advisory Group. He holds a Bachelor of Science in Finance/Accounting from Virginia Tech.

Direct: 540-381-6732 | Michael.Snow@AtlanticUnionBank.com

Cierra Partlow, Branch Manager, started her banking career with Atlantic Union Bank five years ago. As a teller, she quickly realized her passion to help clients reach their financial goals with a proven track record and client base. Cierra worked diligently to grow entering AUB as a teller, then banker and now in her role as a Branch Manager. Cierra was raised in Culpeper and has lived in the surrounding areas all her life. In her down time, her hobbies include gardening and spending time with her family.

Direct: 540-636-2500 | Cierra.Partlow@AtlanticUnionBank.com

III. Banking Services

- **Demand deposit account(s) as deemed necessary to meet the requirements of the Town of Front Royal. Maintain accurate records of activity in the accounts. The Town estimates the 360 payroll direct deposits, and 400 accounts payable checks will be disbursed monthly.**

The Bank can accommodate the account requirements as needed by the Town and maintain their existing structure with AUB. More details on this are provided in the "Demand Deposit Accounts" section of this RFP.

- **Automated balance reporting for all account(s) including closing ledger, closing collected, opening ledger, opening collected, float, etc....**

The Bank can accommodate this. Further details are provided in the "Automated Balance Reporting, Including Online-Access" section of this RFP.

- **Access to information on cleared check and stop payment orders.**

The Bank can accommodate this. Further details are provided in the “Stop Payments” section of this RFP.

- **Direct deposit file from the Town’s payroll system to other banks.**

The Bank can accommodate this.

- **Disbursement of funds by wire transfer upon authorized request, and transfer of funds between Town accounts.**

The Bank can accommodate this. Further details are provided in the “Wire Transfers, Repetitive and Non-Repetitive” section of this RFP.

- **Accept and send ACH transactions and provide detailed notice of ACH deposits within 24 hours.**

The Bank can accommodate this. Further details are provided in the “ACH Transactions” section of this RFP.

- **Accept deposit of approximately 6,500 checks and various amounts of cash per month to be processed at branch office for an annual budget of approximately $50 million**

The Town will continue to have full access to either make deposits at either the Front Royal branch locations or through their Remote Deposit Capture scanners. There is no maximum number of checks that can be run through a single deposit, and multiple deposits are allowed for a single day. Much of this deposit activity can also be outsourced through our Lockbox service if enrolled.

- **Collateralize all deposits per collateral requirements of the Commonwealth of Virginia.**

Atlantic Union Bank acknowledges and agrees to this.

- **Provide overnight investments services for all excess cash balances. All investments must also meet the requirements of the Commonwealth of Virginia.**

The Bank can accommodate this. Further details are provided in the “Sweep Accounts, or Other Investment Services” section of this RFP.

- **Provide monthly activity statements and reports as of the last day of the month, reports and statements to be provided by the tenth (10) day of the following month.**

The Bank can accommodate this. Further details are provided in the “Online Statements and Reconciliation” section of this RFP.

- **Secure Town deposits consistent with the Code of Virginia.**

Atlantic Union Bank acknowledges and agrees to this.

- **Positive Pay fraud detection**

Atlantic Union Bank offers full Positive Pay services, and, specifically, Payee Positive Pay is the most powerful tool available to combat check fraud. This service monitors each check presented and matches it to a list of known issued checks. If there is a question or discrepancy, we flag it and send an automated email notification to all designated online users.

The Town will continue to upload a check issue file each time a check run is created. Conveniently export and upload a file produced from your accounting platform directly into the Atlantic Union Bank Business eBanking online portal. There is no penalty of potential issue if duplicate files are accidentally imported. Alternatively, one-off checks may be entered manually, which simply requires logging into the online banking portal and typing out the relevant check information into the positive pay module. The Bank's software will compare the checks presented for payment with your issued record. The software compares payee name, issue date, check amount and check number. Exception items are presented online by 9:00 a.m. ET. each business day and decisions to pay or deny must be made by 3:00 PM each day. Users with the proper authorities will receive email notifications informing that there is an exception in positive pay, and you will also be able to see this on the Welcome screen. We can set the default decision to "do not pay" in the event that the decision window is missed. Stale dated checks can be presented as exception items.

Atlantic Union offers ACH Positive Pay as a fraud prevention feature that enables you and your business to detect unauthorized third party ACH debit requests presented to your account(s) for payment. There are also full ACH Block options for account, but for accounts with filtering needs, we recommend that ACH Positive Pay as the preferred option. ACH Positive Pay will provide you a list of all ACH debit requests received by Atlantic Union requesting debit to your account(s), exclusive of any not previously included in your list of authorized ACH items, for your business to decision pay or return. In the event that there is an unauthorized ACH item, it will be presented as an exception to you via online banking and email notification, where you will choose to have it paid or returned. The cutoff window for this decision is 3:00 PM, and we set the default decision to "do not pay" in the event that the decision window is missed.

Custodial / Trust Services

The Institutional Advisory Group is part of Atlantic Union Wealth Management ("Atlantic Union"), a division of the Bank that provides trust, asset management, private banking, investment advisory services, and brokerage services to individual and institutional clients. Atlantic Union currently employs 85 investment professionals and staff in 17 offices in Virginia and North Carolina.

While Atlantic Union has dedicated resources to institutional investment management for over 40 years, we have added to both staff and technology resources in support of the significant growth we have experienced in the past several years. The Institutional Advisory Group was formed in 2017 to enhance our client service focus and to highlight our commitment to serving the unique investment and fiduciary needs of institutional and governmental entities throughout our footprint. The Institutional Advisory Group works alongside Atlantic Union's Investment Strategy Committee ("ISC"), whose members collectively direct investment strategy for the firm. The ISC consists of the Chief Investment Officer, five portfolio managers, and two additional senior professionals from the Bank.

The Institutional Advisory Group specializes in serving the investment needs of institutions across multiple sectors, including local governments and other public entities, religious, community, educational, and health care organizations, and private grant-making foundations.

- **Maintain one or more custody accounts for cash and securities owned by the Town.**

Atlantic Union Bank provides third-party custody services through FIS ("custodian"), which is outside of the bank's corporate structure, as required.

- **All securities and cash held by the custodian shall be segregated from assets of others and shall remain property of the Town of Front Royal. Custodian shall have only the bare custody thereof.**

All securities and cash held by the third-party custodian will be in a separate account directly in the County of Warren's name.

- **Calculate market value of all collateral securities pledged to the Town accounts and report this information to the Town each month.**

The Bank's third-party custodian provides this information monthly.

- **Provide monthly activity reports as of the end of each month by the tenth (10) day of the following month.**

Detailed monthly statements of activity are sent out as required above by the bank's custodian.

IV. Proposal Requirements

- **Describe the institution and the offices or branches that will service the account(s).**

Please reference the "Atlantic Union Bank's Profile" and "Branch Location" sections of this RFP.

- **Describe the experience the financial institution has in providing similar banking and custodial services for municipal clients.**

Please reference the "Qualifications and Experience" section of this RFP.

- **Provide biographical information on the bank officers that will be directly involved with management of the account.**

Please reference the "Personnel" and "Customer Service" sections of this RFP.

- **Describe the institution's ability to provide the following services and any others that would be appropriate for a municipal account:**

Demand Deposit Accounts

Atlantic Union offers a full suite of Demand Deposit Accounts, and the Relationship Team works with the Town to ensure proper account types & structures are established to maximize interest earning potential and easy access to liquid funds. The Bank is committed to providing the Town quick turnarounds for opening new accounts and adding them to existing cash management services. The Town can retain its existing accounts and structure currently with AUB as needed.

Automated Balance Reporting, Including On-Line Access

Atlantic Union Bank currently provides the Town online banking access with our Business eBanking Online

Banking platform. The robust and user-friendly platform provides online access to manage cash flow effortlessly in a secure environment. The online banking portal may be accessed from any PC including a desktop, tablet device or smart phone. The bank also offers online services through the convenience of the Atlantic Union Business Banking Mobile App on a smart device. The Administration tab allows for tailoring the profile of sub-users, including specific privilege assignments for viewing certain accounts and processing / approving transactions. There is no maximum number of users that can be created within the Business eBanking platform.

The following services are available currently to the Town on the Business eBanking information reporting platform:

- Summary Level Balance Reporting
- Previous and Current Day Detailed Transaction Reporting
- Reports can be downloaded into BAI2, CSV and PDF formats
- Same-Day Wire Reports to monitor outgoing and incoming wires
- Online immediate account transfers
- Alerts and Notifications – customize for each of your company's users
- Enhanced security features, including token authorization for payment initiation
- E-delivery of depository account statements
- E-delivery of account analysis statements
- Online Stop Payments
- Images of Paid Checks, Deposited Checks and Returned Deposited Checks
- Online ACH Initiation with single or dual control
- Online Wire Transfer Initiation and approval with single or dual control

Business eBanking offers both Previous and Current Day Reporting, and there are no differences in information available for both of those reports. The balances that are available through online banking for the Current Day reporting are Opening Ledger Balance, Closing Ledger Balance, Current Balance and Available Balance. Previous Day information is available by 7:00 AM each morning.

Electronic reports can be customized within Business eBanking at no additional cost. The custom reports can include or exclude certain transaction types based on the needs of the Town. The system houses historical reporting information for up to 18 months, and individual reports can be generated in increments of up to 90 days.

Online Statements and Reconciliation

Online Statements are convenient and environmentally friendly. You receive the same information in an electronic version of your statement as you would with a paper version. You will have online availability for up to 18 months. Online statements are available on the first business day of each month for the previous month. In addition to depository account statements, you will also have the ability to view and download online account analysis statements via our eBanking portal.

The Town will have the ability to access electronic itemized account analysis statements for all analyzed accounts on or about the 6th business day of each month through the Business eBanking online banking platform.

Atlantic Union Bank offers ARP services in the form of partial reconciliation (paid checks), full reconciliation (paid checks, deposits, ACH debits and credits, and incoming and outgoing wires) and deposit reconciliation. The reports are available in HTML, CSV and PDF formats. The following reports are available within the ARP module: reconciliation statements, reconciliation activity, paid checks, outstanding issues.

The reconciliation statements and reconciliation activity reports contain check, ACH and wire transfer activity in one consolidated report. A sample copy of the reconciliation statement is provided in the attachments section of this RFP.

Reconciliation data will be available to the Town on Atlantic Union Bank's online banking website and are downloadable in CSV and PDF formats.

Stop Payments

The Town will have the capabilities to request stop payments via the online banking portal or request them directly through the Branch. Stop Payments requested online take effect immediately, and the system does not automatically verify if the check has been paid prior to the stop payment request. However, the Town can use the check image search function in online banking to look up the check in question to determine whether or not it has been paid. Stop payment requests expire after 6 months.

Wire Transfers, Repetitive and Non-Repetitive

Electronic Wire Transfer Service through our online banking platform allows you to initiate and verify foreign and domestic wire transfers in addition to the feature of future-dated transfers. Future dated transactions can be made within the system up to 90 days without warehousing charges. The deadline for submitting domestic and international wire transfer payments is 5:00 p.m. ET. Repetitive wires can be established for ongoing scheduled wire payments.

Similar to ACH Processing, our Wire Transfer Service offers dual control options and the ability to set multiple approvals for wire transactions. These dual control settings are highly customizable based on the Town's needs, and can be set to either require a separate approval from the user who initiates, add up to 4 additional approvals, and set dollar thresholds for approvals based on the size of the ACH / Wire. For users with approval accesses, a "soft" security token will be assigned. When an ACH / Wire is ready for to be approved, the user will use their mobile device to generate a 6-digit token number and then type their personalized 4-digit pin number before the payment can be released.

The online banking system will automatically generate reference numbers once wire transactions are approved and confirmed for the Town's review. Additionally, email notifications can be established for users to be prompted whenever a wire transfer has been completed via online banking.

ACH Transactions

ACH Origination can accommodate the Town's varying forms of domestic money movement: corporate – corporate for making vendor payments, collecting payments, and transferring funds between companies in addition to corporate – personal for use of direct deposit of payroll. This solution provides a cost-effective method for making disbursements, giving you significant savings in cost and time and secure control over cash flow. The deadline for submitting ACH payments for next day settlement is 5:00 p.m. ET.

ACH payments can either be made as free form manual payments, template based payments, or NACHA file uploads. NACHA file direct transfers via SFTP site connections can also be implemented upon request from the Town with additional fees.

In the event of an ACH Return, the town will receive a secured email outlining the item in question as soon as the return information is made available to the Bank.

Controlled Disbursements

Atlantic Union Bank does not offer Controlled Disbursement as a product.

Receivables360 Online or via Secure FTP. Receivables360 Online shows the daily lockbox advice information. Reports can be delivered via secure email, too, but most use Receivables360 Online for its convenience and search capabilities.

Atlantic Union Bank partners with Deluxe who has invested in the technology, human capital and resources necessary to become a leader in the payments industry, which includes 25 years of experience in lockbox processing. As one of the largest lockbox service providers, we manage more than 6,500 lockboxes, processing more than 570 million payments annually. As both the processer and developer of the software, Deluxe is uniquely able to provide increased straight through processing rates, reduce exceptions and overall cost improvement for the Town.

Deluxe has invested more than $200 million dollars into their lockbox. Industry wide, more lockbox transactions process on Deluxe software than any other platform.

The Deluxe Lockbox platform is recognized in the financial payment processing industry for robust remittance processing and lockbox services. Originally designed as the first full-featured and image-based receivables processing system, the application has been in production since 1994 and has evolved into the most feature-rich and scalable platform in the marketplace. The Deluxe Receivables360 Online archive allows bank customers to view deposit totals, view transaction images, and search for payments by standard check fields and custom data entry fields. Deluxe Treasury Services hosts and manages Receivables360 Online in a world class data center.

Remote Remittance Capture,
Also known as "Local Lockbox", this service would allow the Town to utilize many of the benefits of a traditional Lockbox but keep a local Front Royal PO Box for clients to mail payments. With Local Lockbox's remote remittance feature, you have the ability to scan and capture data in-house from the remittance coupon that is needed for your client's check payments. During the scanning process, data is captured from the coupon's OCR scan line and the check payment can be exported to update the Town's records and system.

The bank-certified check-image scanner would be located right in your office, similar to Remote Deposit Capture, but would allow the scanning of both checks and payment coupons to capture detailed information. The Town will have access to reports of all payment coupons and checks for deposits, and the capability to export those details to update internal systems. Steve Hickman will work with the Town to discuss both Retail Lockbox and Remote Remittance Capture in more detail and implement the products if the Town decides to move forward.

***Pricing for lockbox services are not provided in this proposal, as they are highly specific to customer needs. However, if the Town chooses to enroll in Remote Remittance Capture during the 5-year contract term, the Bank agrees to reimburse the Town for the full cost of the scanning equipment and shipment to the Town's offices.

Credit and Debit Card Transactions / Other Electronic Forms of Payment

Atlantic Union Bank offers a full array of debit and credit cards for business transactions. These can be used for employee corporate cards or to make card payments to vendors. We've highlighted a couple solutions below that we feel offer the most efficiencies to the Town if you wish to process more payments electronically in a secure manner. The first is Purchasing Card, which is an enhanced credit card program focused on expense management for card-in-hand transactions and employee use. The second is our Integrated Payables program, which automates your Payables and removes manual processing of payments made to your vendors.

Purchasing Card
Atlantic Union Bank partners with Elan Financial Services to offer Purchasing Card programs, called "One Card", to our clients. One Card will provide the Town with all the tools to effectively manage the expenses of Corporate Credit Cards as needed. Through the program management and reporting tool, "Access

Online", the Town will be able to control and manage card accounts online in real time, which include, but not limited to, setup and maintenance activities, limit adjustments, expense reporting, merchant category code controls, and corporate billing. The Town can emboss cardholder or department names on the plastic cards, and, while the default logo reads Atlantic Union Bank, the Town of Front Royal logo can be used on the cards for a one-time fee of $300 (unlimited cards).

Integrated Payables
Atlantic Union Bank offers an award-winning electronic payables solution that provides a simple and secure way for companies to pay their vendors. Simply upload an existing check file, fund your payments and mark the items as paid. We handle all else, from the payments (whether its Card, ACH or Check), remittance delivery, and check recon for outstanding payments. Atlantic Union Bank's solution -powered by Paymerang℠- provides optimum efficiency, cost savings and security into your payables process and they handle the entire enrollment process. There is also the opportunity to earn rebate on transactions made through Card, allowing the potential to turn payments into a passive revenue stream for the Town.

□ By implementing our electronic payment solution, accounting departments gain transparency and can refocus efforts on more strategic priorities like operational efficiency and financial controls

□ Our electronic payment solution offers efficiency that saves finance teams thousands of hours, security that protects all types of payments from fraud, and financial rewards that turn accounts payable into a profit center.

□ Secure vendor enrollment, payment delivery, reconciliation and positive pay comes standard with service enrollment.

□ We provide solutions for enterprises around the country in education, public sector, healthcare, finance, media, manufacturing, construction, hospitality, services, and beyond.

□ Our solution can be implemented in in less than 30 days and is system agonistic with minimal technical integration.

- **Describe the method and formula for interest calculations.**

For interest calculations, the rate is applied towards the monthly Average Collected Balance and factors in the total number of days for the specific month.
EXAMPLE: 5.15% x Collected Balance / 365 x 31

For Atlantic Union's Earnings Credit Rate, it applies towards collected balances maintained and this credit is used to offset service fees. The Bank determines the 'value' of account balances by multiplying the Average Available balance times an Earnings Credit Rate (ECR), which results in the Gross Account Earnings.
EXAMPLE: 0.50% x Collected Balance / 365 x 31

The Average Available balance calculation is determined by taking the Average Daily Ledger Balance and adjusting for float, uncollected funds advanced, and our reserve requirement.

- **Provide return history for overnight repo's or sweep investments from July 1, 2023 to December 31, 2023.**

The January 2023 – December 2023 standard investment return history for the Maximum Investment Sweep account is provided below.

- July 2023 – December 2023 = 2.25%

***Please note, as detailed in the "Sweep Accounts, or Other Investment Options" section in this RFP, that the Town's new proposed rate strategy will increase above standard upon renewing banking services with Atlantic Union, thus becoming non-applicable.

- **What is the ledger cut-off time for deposits?**

The cutoff times for same day availability on deposits either through the branch or Remote Deposit Capture scanner is 5:00 PM EST.

- **Provide information on availability schedule for deposits made into Town accounts.**

Atlantic Union Bank's policy is to make funds from your cash and check deposits available to you on the first business day after the day we receive your deposit. Electronic direct deposits will be available on the day we receive the deposit, and the Town can be notified of these electronic deposits via email notifications.

Once the funds are available, you can withdraw them in cash and we will use the funds to pay checks that you have written. Please remember that even after we have made funds available to you, and you have withdrawn the funds, you are still responsible for checks you deposit that are returned to us unpaid and for any other problems involving our deposit.

For determining the availability of your deposits, every day is a business day, except Saturdays, Sundays, and federal holidays. If you make a deposit before the bank closes on a business day that we are open, we will consider that day to be the day of your deposit. However, if you make a deposit after the bank closes or on a day we are not open, we will consider that the deposit was made on the next business day we are open.

- **Provide a list of bank holidays and closing policy for Front Royal branches.**

A list of Bank holidays for the 2024 calendar year is provided below. In the event that the Front Royal branch has an unforeseen closure within normal operating hours, the Relationship Team agrees to proactively contact the Town to inform them of the closure and expected times for reopening.

- New Year's Day Observance: January 2
- MLK Day: January 16
- President's Day: February 20
- Memorial Day: May 29
- Juneteenth: June 19
- 4th of July: July 4
- Labor Day: September 4
- Columbus Day: October 9
- Veteran's Day: November 11
- Thanksgiving Day: November 23
- Christmas Day: December 25

- **Describe bank's procedures to insure compliance with collateralization and other requirements of the Commonwealth of Virginia.**

Atlantic Union Bank is compliant with the Virginia Public Depositors Act. All public deposits receive special coding on the bank's core system. The bank has built-in multiple redundancies into its process and procedures to ensure proper coding. Aggregate public deposit levels are routinely monitored to ensure adequate collateral coverage under the Treasury Board's pooled collateral program. Monthly reporting to the Treasury Board receives multiple levels of review to ensure compliance. In addition, the bank's public fund reporting process is audited at least annually.

- **Describe any recommended investments available to the Town on a sweep**

arrangement or equivalent system.

As a secondary option to the Maximum Investment Sweep Account, Atlantic Union partners with IntraFi to deliver sweep accounts geared towards gaining full FDIC insurance on deposit balances. With Insured Cash Sweep (ICS), The Town can place all funds into a Demand Deposit Account knowing that the ICS funds are eligible for multi-million-dollar FDIC insurance that's backed by the full faith and credit of the US Government. When Atlantic Union places your funds into ICS, your deposit is sent from the Atlantic Union transaction account into deposit accounts at other ICS network banks in amounts below $250k, the standard FDIC Insurance maximum. As a result, The Town can access FDIC insurance coverage from many institutions while working directly with Atlantic Union.

The Town would receive a regular monthly statement showing your ICS balances and other key information. ICS balances and other important information is tracked online through a specially designed Depositor Control Panel, while maintaining protection on confidential information, as opposed to the being made available on the Business eBanking platform.

- **When does the institution credit interest and dividends?**

Interest payments are currently credited to the Town by the 15th day of each month for the Maximum Investment Sweep Account. This can be changed to either beginning or end of month upon request.

- **Describe a conversion plan, if necessary, to transfer the Town's cash management services to your institution, including time estimates from the date of award.**

One of the many advantages of retaining your relationship with Atlantic Union Bank for banking services is that your accounts, sweeps, online banking, templates, automated payment arrangements, and customer service contacts are already in place and will not require a large, multi-month project for conversion.

In the event that the Town wishes to enroll in one of the new services highlighted in this RFP not currently being used today, like Lockbox, Integrated Payables or Remote Deposit Capture, your Relationship Team will execute a project plan to make the product enrollments as hands on and seamless as possible. Below you will find our general outline for the Bank's strategy on how to implement services for the Town from your existing financial institution:

1. Schedule kickoff call between the AUB Relationship Team and The Town.
2. Identify the appropriate structure, needs, and specificities of the product after consultation with your Treasury Management Officer.
3. Coordinate the paperwork and agreements to implement the service.
4. Once service is implemented, schedule training sessions with our Corporate Training Specialists and the Town for relevant services.
5. Maintain weekly (or bi weekly) meetings to monitor the transition, check in on product setups, answer any outstanding questions, and address any issues. Your Relationship Team will then set the expectation of annual reviews with the Town to review existing services and keep you up to speed with our new product offerings and cash management solutions.

Retail Lockbox or Remote Remittance Capture implementation typically takes 60 days upon receipt of signed agreements, while Integrated Payables can take 21 days or less. Remote Deposit Capture is 7 days or less.

Atlantic Union Bank offers a dedicated Treasury Support Team for comprehensive training and review of all treasury management services. Our Treasury Management Training Specialist provides live training webinar sessions via Zoom on new products, processes or system upgrades to our online banking platforms. All users are welcome to attend and participate and may attend more than one session. We also provide our clients easy to follow user guides and product training videos for additional training resources.

- **Describe the frequency and formats of reports that will be provided to the Town including samples if desired. What are the bank's policies regarding customized reports?**

Online Bank Statements are provided to the Town on the 1st business day each month, and Online Account Analysis Statements are provided by the 6th day each month.

There is automated balance reporting for all accounts within Business eBanking reflecting collected and ledger balances, as well as viewing access of paid checks and deposited items. In addition to previous and same-day reporting, Deposit & Activity Reporting is retained on the new system for 18 months.

Custom Reporting is available through Business eBanking, much of which is available at no additional cost. The Town can establish specific report formats that can include only certain payment types, whether credit or debit only. Certain file formats, like BAI2, can be added by upgrading to Premium Reporting, which is quoted in the "Pricing" section of this RFP.

Also included in that section are quotes for Data Transmission services. Atlantic Union Bank's Data Transmission Service is designed to help improve back-office operations by reducing paper-based processes and errors, and enhancing data visibility through automated reporting. With secure file transmission (sFTP), the Town can conveniently transmit and receive files through secure file transfer protocol. AUB will work with your designated technical contacts to establish file transmission protocol connection, run testing and ensure successful live production transmission. This is commonly used for ACH Transaction uploads and BAI2 file transmissions to have reporting feed directly to and from your accounting system.

- **Provide pricing information for all services proposed on a per item basis and in terms of compensating balances. State the time period for which these rates are guaranteed.**

Below you will find the Bank's pricing proposal to the County based on the services outlined in this RFP. We agree to guarantee this pricing structure for the full 5 years of the contract term. This excludes the rates quoted in earlier sections of this RFP for the Maximum Investment Sweep product, as those are subject to change based on fluctuating market conditions.

The "Service Descriptions" that are used in the spreadsheet below are based on the Town's existing services with Atlantic Union through your general Operating Account. Additional services, like Lockbox or Integrated Payables, would be quoted to the Town separate from this proposal after more in depth conversation with your Treasury Management Officer.

4. **County of Nelson**
   Contact: Angela Hicks, Treasurer
   434-263-7060
   ahicks@nelsoncounty.org
   Services: Online Banking, ACH, Wire, Positive Pay
5. **Madison County**
   Contact: Stephanie Murray, Treasurer
   540-948-4409
   smurray@madisonco.virginia.gov
   Services: Online banking, ACH, Wire, Positive Pay, Sweeps

- **Describe bank's ability, if available, to provide armor transport courier service.**

Atlantic Union partners with Loomis to receive our clients' significant cash deposits. Loomis is an industry leader in Armor Transport and Cash Vault services, and they have extensive experience working with municipalities and understanding their specific needs. The Town would contract directly with Loomis for the Armored Transport portion of the service. Once cash deliveries are picked up from the Town's location, they are taken to a secured Loomis vault location in Baltimore, MD, where the deposits are then processed and credited to the Town's account next business day.

If the Town wishes to utilize Armor Transport and Cash Vault Services, Steve Hickman, in close partnership with Loomis, will guide the conversations around implementation. Pricing for this service is custom and not enclosed within this proposal, since it will require further discussion between Atlantic Union, Loomis and the Town after the contract is awarded. Armored Car deliveries cannot be made directly to the Branch.

Atlantic Union also partners with Superior Press provide our clients with Smart Safe solutions. This allows for the Town to keep a safe on location that is able to take in cash deposits and provide next day credit to your Atlantic Union Bank account. Superior Press handles the once per week armored car pick up of the safe's cash contents, and also works with the Town in the case of any discrepancies. The Town would contract directly with Superior Press for this service, and pricing (including purchase of the safe and monthly maintenances) would require further conversation with the Town before quotes can be made available.

- **Provide description of any other services or information that would be beneficial in the evaluation of the proposal.**

This proposal has covered several additional services that fall outside the scope of the County's existing setups with Atlantic Union. These included Retail Lockbox, Remote Remittance Capture, Purchasing Card, Integrated Payables, and Insured Cash Sweep. The final three (Remote Deposit Capture, Solutions Banking, Invoice Automation) are included in this section for your consideration.

Remote Deposit Capture
AUB recommends the Town utilizes Remote Deposit Capture as an enhancement for the collection of the Town's check payments. This product allows the Town to deposit checks electronically whenever they arrive or whenever convenient for the staff, all with the goal of improving cash flow by making funds available sooner and increasing efficiency by reducing trips to the Branch and photocopying checks. Using a small desktop scanning device, the Town can scan and transmit deposits by 5 PM ET and the account gets credited the same day.

The device will capture the front and back image of each check with one pass, correct individual check amounts to ensure a balanced deposit, and automatically prepare deposits and verify image quality before the transmission is sent. The Town will receive deposit confirmation via email, and images are stored locally for research purposes for up to 2 years. Steve Hickman will work with the Town to implement this service, which includes the shipment of the scanner(s), training for the staff, and remote installation of software.

***As additional incentive for the Town to utilize Remote Deposit Capture, the Bank agrees to provide the Town two multi-feed scanners at no cost. We also agree to not charge any monthly maintenance fees for the Remote Deposit Capture in order to provide this service at no cost to the Town during the full 5-year term of the contract.

Solutions Banking

Solutions Banking is a no cost, opt in program that will provide consumer checking accounts to your employees with added benefits from traditional consumer checking accounts. Members will receive account perks such as; no minimum balance requirement, no monthly maintenance fee, reimbursement of two monthly foreign ATM fees, free first order of specialty checks along with free cashier's checks, check images, and Identity Theft Resolution Services. Additionally, we are dedicated to helping members set their financial goals and reach them by providing access to a suite of online learning tools, onsite seminars, credit reports and scores, and other financial wellness programs to help them manage current money matters and set them up for long-term financial health. Participating and launching the program will be streamline and simple. The Town will have a dedicated Solutions Banking Manager, who will do the work for you. Your Solutions Banking Manager will also schedule and organize onsite meetings, activities, and workshops, assist with account enrollments, and distribute any necessary promotional materials. The Town will notify Atlantic Union of their intent to participate so a dedicated solutions banking manager can be assigned to assist.

Invoice Automation

Our award-winning electronic invoice automation solution provides a simple and secure way to help companies gain efficiency, improve accuracy, enhance visibility and eliminate paper in their accounting processes. Atlantic Union Bank's invoice automation processor, Paymerang, handles the entire process, from secure vendor enrollment to payment delivery to reconciliation and customer service.

Invoice Automation Solution utilizes artificial intelligence to read captured invoices and extract data points which minimizes the amount of manual data entry. The product increases workflow efficiency through the ability to electronically route and approve invoices. Invoices can be ingested in bulk and split appropriately after they are loaded thus cutting down on time spent inputting invoices into the system. All actions taken on a given invoice are captured and documented, providing an electronic audit trail.

Town of Front Royal, Virginia

Purchasing, Department of Finance

July 1, 2024

RE: RFP #8-2028 CASH MANAGEMENT SERVICES

The evaluation committee for Cash Management Services for Proposals has reached a consensus after proposals were scored and the committee met with and interviewed three (3) of the six (6) offerors. After elaborating on the financial institutions experience in similar types of services, understandings the needs and requirements of a municipal government, financial strength of proposing institution, experience/resources/qualifications of individuals to be assigned to the account, and value of new products/services, the evaluation committee would like to request Town Council to award a contract to Atlantic Union Bank, to provide Cash Management Services.

B.J. Wilson, Director of Finance

Laura Mcintosh, Director of Human Resources

Sharon Pendleton, Manager of Finance

COUNCIL REGULAR WORK SESSION
AGENDA STATEMENT

Meeting Date: July 8, 2024 **Item# 03B**

Agenda Item: Pressure Reducing Valve (PRV) Vault Purchase for Jamestown Road

Summary: Council is requested to approve the purchase of a pressure reducing valve (PRV) vault in the amount of $54,941.91 from Fortline Waterworks.

The Town obtained three quotes for the pressure reducing valve vault and Fortline Waterworks of Haymarket was the lowest quote received. The cost of pressure reducing valve vaults appears to have significantly increased in the last year; the previous PRV vault purchased by the Town was $30,246 in October 2022 from Fortline Inc.

Funding was budgeted in the amount of $80,000 for the purchase and installation of vault.

Budget/Funding: 9602-R47009 Waterline Maintenance Building & Structures

Staff Recommendation: Staff recommends approving as presented on the July 22nd consent agenda

QUOTE

FORTILINE WATERWORKS
a MORSCO brand

CUSTOMER NO	QUOTING BRANCH	QUOTE NO	QUOTE DATE	PAGE
217011	FORTILINE HAYMARKET	6498809	5/28/24	1

CUSTOMER	PROJECT INFORMATION
TOWN OF FRONT ROYAL P.O. BOX 1560 FRONT ROYAL, VA 22630	8" PRV JAMESTOWN ROAD

LINE	QTY	UOM	DESCRIPTION	UNIT PRICE	TOTAL PRICE
150	1	EA	****************************** ITEM 001 - ONE (1) - PRECAST CONCRETE 8" X 2" PRV VAULT SUPPLIED WITH THE FOLLOWING: - 8" FLANGED PRESSURE REDUCING VALVE BY CLA-VAL MODEL 90G-01 (30-300 PSI ADJ. RANGE) - TWO (2) 8" FLANGED NRS GATE VALVES WITH HAND WHEELS - 8" FLANGED DUCTILE IRON PIPE WITH CAST IRON FITTINGS WITHIN THE PRV VAULT WITH PLAIN END STUB OUTS EXTENDING 24" OUTSIDE THE STRUCTURE FOR YOUR CONNECTION TO THE FORCE MAIN. -2" THREADED PRESSURE REDUCING VALVE BY CLA-VAL MODEL 90G-01 (30-95 PSI ADJ. RANGE) - TWO (2) 2" BRASS BALL VALVES WITH LEVER HANDLE. - 2" BRASS PIPE AND FITTINGS WITHIN THE PRV VAULT - PRESSURE GAUGES MOUNTED UNDER ACCESS HATCH FOR EASY VIEWING. - ADJUSTABLE STEEL PIPE SUPPORTS (CUSTOM MADE TO MATCH SLOPE) - 36" X 36" CAST IRON ACCESS HATCH SUPPLIED FOR TOWN OF FRONT ROYAL FOR OUR INSTALLATION PRIOR TO SHIPPING ALUMINUM ACCESS LADDER SHIPPED LOOSE FOR INSTALLATION BY OTHERS - BLOCK OUT FOR 8" FLOOR DRAIN (PIPING TO DAY LIGHT BY OTHERS) - CUSTOM VAULT WITH INLET AND OUTLET SLOTS FOR ONSITE PIPE ADJUSTMENT TO MATCH GRADE. - VAULT POURED WITH 5000PSI STEEL REINFORCED CONCRETE. - VAULT DESIGNED FOR H-20 LOADING.	54,941.9100	54,941.91

ALL STOCK DELIVERIES ARE SUBJECT TO SHIPPING CHARGES

All PVC and HDPE material is quoted for shipment within 7 days of quote/bid date. All other material is quoted for shipment within 30 days of quote/bid date.
After 7 days for PVC and HDPE or 30 days for all other material, ALL quoted prices are subject to review based on current market conditions.

CUSTOMER NO	JOB NAME	QUOTE NO	QUOTE DATE	PAGE
217011	8" PRV JAMESTOWN ROAD	6498809	5/28/24	2

LINE	QTY	UOM	DESCRIPTION	UNIT PRICE	TOTAL PRICE
				Subtotal:	54,941.91
				Tax:	.00
				Bid Total:	54,941.91

ALL STOCK DELIVERIES ARE SUBJECT TO SHIPPING CHARGES

All PVC and HDPE material is quoted for shipment within 7 days of quote/bid date. All other material is quoted for shipment within 30 days of quote/bid date.

After 7 days for PVC and HDPE or 30 days for all other material, ALL quoted prices are subject to review based on current market conditions.

Ent By MD 6/04/24 11:07:48

BIDCNEW

TOWN OF FRONT ROYAL
QUOTE TABULATION

VENDOR	FORTLINE WATERWORKS, HAYMARKET, VA	CORE & MAIN, MARTINSBURG, WV	FERGUSON WATERWORKS, WINCHESTER, VA
8" PRECAST CONCRETE PRV VAULT PER TOWN SPECIFICATIONS	$54,941.91	$55,200.00	$58,680.13
Total Base Bid	**$54,941.91**	**$55,200.00**	**$58,680.13**

The VENDOR SPREAD SHEET is generated from the initial, raw information collected. No award decision has been made.

Apparent Lowest Quote: Fortline Waterworks

Prepared By: B.J. Wilson, Director of Finance

Town of Front Royal
Public Works

MEMORANDUM

TO: **Michelle Campbell, Purchasing Manager**

CC: **B.J. Wilson, Finance Director**

FROM: **Robert B Boyer, Public Works Director**

DATE: **July 1, 2024**

SUBJECT: **Recommendation to Award Pressure Reducing Vault Bid**

The town obtained three price quotes for a pre-cast pressure reducing vault to replace the existing Jamestown Rd vault. This allows the high pressure from the Route 55 storage tank to be adjusted down to prevent issues. We recommend awarding the purchase to the lowest bidder, Fortiline Water Works, out of Haymarket Va for $54,941.91. The town has purchased pre-cast Pressure reducing vaults from this vendor before and the quality and service was good. The funding for this purchase and the cost of installation is budgeted under 9602-R47009 ,PO# 31027 waterline maintenance building & structures.

If you have any questions or need any further information, please contact me at 540-692-4789.

Thank You.

CLOSED MEETING
AGENDA STATEMENT

Meeting Date: July 8, 2024 **Item# 04**

MOTION ON TO GO INTO CLOSED MEETING
[to be approved by affirmative recorded vote, with motion set forth in detail in the minutes]

I move that Town Council convene a closed meeting, pursuant to Sections 2.2-3711 and 2.2-3712 of the Code of Virginia, for the following purpose:

1) pursuant to §2.2-3711(A)(1) of the Code of Virginia, for the discussion, consideration, assignment, appointment, promotion, performance, demotion, salaries, disciplining or resignation of specific public officers, appointees, or employees of any public body, more specifically the Planning Commission, Board of Zoning Appeals (BZA) and Local Board of Building Code Appeals (LBBCA)

Motion to Certify Closed Meeting at its Conclusion
[At the conclusion of the Closed Meeting, immediately re-convene in open meeting and take a roll call vote on the following:]

I move that Council certify that to the best of each member's knowledge, as recognized by each Council member's affirmative vote, that only such public business matters lawfully exempted from Open Meeting requirements under the Virginia Freedom of Information Act as were identified in the motion by which the Closed Meeting was convened were heard, discussed or considered in the Closed Meeting by Council, and that the vote of each individual member of Council be taken by roll call and recorded and included in the minutes of the meeting of Town Council.

Moved ___________________ ***Seconded*** ___________________

VM Sealock ________ ***Ingram*** ________ ***Morris*** ________ ***Rappaport*** ________ ***DeDomenico-Payne*** ________ ***Wood*** ________

COUNCIL REGULAR WORK SESSION
AGENDA STATEMENT

Meeting Date: July 8, 2024 **Item# 05A**

Agenda Item: Continued Discussion of Rezoning Application from Rappahannock HC LLC Requesting an Amendment to the Zoning Map to Reclassify 1321 Happy Creek Road from R-S Suburban Residential to R-1 Residential District.

Summary: The application for review is requesting an amendment of the Zoning Map of the Town of Front Royal to reclassify 1321 Happy Creek Road, identified by tax map number 20A21-2-4, from R-S, Suburban Residential District to R-1 Residential District. The stated purpose of the rezoning is to permit smaller residential lots, allowing the owner to construct an additional 22 residential lots for a total of one-hundred four (104) single-family residential units.

Council is requested to advertise for a public hearing.

Budget/Funding: See fiscal impact analysis report for details. The development would generate an estimated additional 400k in annual tax revenue.

Staff Recommendation:

Town Staff supports the Planning Commission's recommendation of approval to the Front Royal Town Council for Rezoning Application #2400250 to amend the Zoning Map of the Town of Front Royal to reclassify 1321 Happy Creek Road, identified by tax map number 20A21-2-4, from R-S, Suburban Residential District to R-1, Residential District."

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TOWN OF FRONT ROYAL
DEPARTMENT OF PLANNING & ZONING

STAFF REPORT - REZONING APPLICATION #2400250
PLANNING COMMISSION– JUNE 26, 2024

APPLICATION #:	APPLICANT:
Rezoning Application #2400250	Rappahannock HC, LLC

SUMMARY OF REQUEST:

The application for review is requesting an amendment of the Zoning Map of the Town of Front Royal to reclassify 1321 Happy Creek Road, identified by tax map number 20A21-2-4, from R-S, Suburban Residential District to R-1 Residential District. The stated purpose of the rezoning is to permit smaller residential lots, allowing the Owner to construct a total of one-hundred four (104) single-family residential units. The By-right density would permit 82 homes. For purposes of proffer calculations, the applicant calculated a total of 61 by-right units.

GENERAL INFORMATION:

Site Addresses	1321 Happy Creek Road
Property Owner(s)	Rappahannock HC, LLC
Existing Zoning	R-S, Suburban Residential District
Proposed Zoning	R-1, Residential District
Tax Identification	20A21-2-4
Location	Leach Run Planning District

VICINITY MAP – 1321 Happy Creek Road

INFORMATION ON THE APPLICATION:

<table>
<tr>
<td>Application Documents</td>
<td>
<u>ATTACHMENTS: APPLICATION AND SUPPORTING DOCUMENTS</u>

Rezoning Application
Rezoning Justification
Exhibit A – Rezoning Concept Plan
Exhibit B – Playground Equipment
Exhibit C – Proposed Elevations
Exhibit D – Wetland Delineation Report
Exhibit E – Phase 1 Environmental Site Assessment
Exhibit F – Fiscal Impact Analysis
Exhibit G – Proffer Analysis
Exhibit H – Draft Proffer Statement
Exhibit I – Traffic Impact Analysis

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<tr>
<td>Zoning Ordinance</td>
<td>
The statements of intent of the two (2) identified zoning districts as set forth in the Front Royal Zoning Ordinance are as follows:

<u>R-S District, Zoning Ordinance Sec. 175-10.21.</u>

The R-S Suburban Residential District is composed of quiet, low-density residential areas, on suburban-sized lots, plus undeveloped areas where
</td>
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</table>

similar residential construction appears likely to occur. The standards set forth for this district are designed to stabilize and protect the essential character of the areas so delineated, to answer a need in the Town for residential development on larger lots on public water and sewer than are traditional or currently being developed, to promote and encourage a suitable environment for family life where there are children, to provide areas for suitable expansion of the Town as facilities are provided and to prohibit all commercial activities. Development is, therefore, limited to suburban-style concentration, and permitted uses are limited to single-unit dwellings, plus selected additional uses, such as public facilities that serve the residents of the district. Mobile homes or rooming houses are prohibited.

R-1 District, Zoning Ordinance Sec. 175-11.

The R-1 District is composed of quiet, low-density residential areas, plus undeveloped areas where similar residential construction appears likely to occur. The standards set forth for this district are designed to stabilize and protect the essential character of the areas so delineated, to promote and encourage a suitable environment for family life where there are children, to provide areas for suitable expansion of the Town as facilities are provided and to prohibit all commercial activities. Development is, therefore, limited to relatively low concentration, and permitted uses are limited to single-unit dwellings, plus selected additional uses, such as schools, parks, churches and certain public facilities that serve the residents of the district. Mobile homes or rooming houses are prohibited.

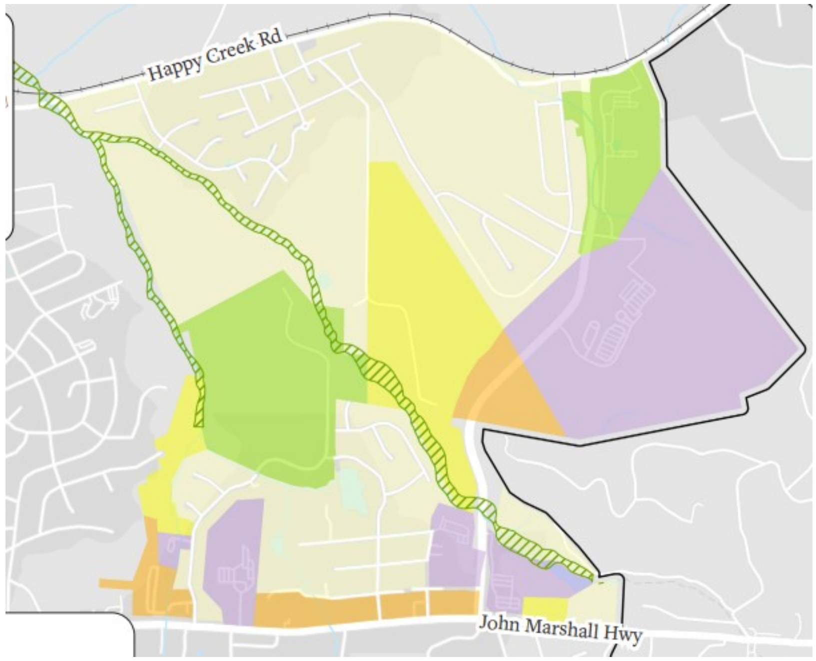
Differences between R-S and R-1 Zoning Districts

The intent and character of the districts are similar in nature. The main distinction is permitted lot size. In the R-S zone, the minimum lot size is ½ acre, whereas the R-1 zone is 10,000 sf. Both zones are for residential, single-family development. Neither provides provisions for a mixture of housing types.

This property is located in the northwestern portion of the Leach Run Planning District. The Leach Run Planning Area consists of 1022.1 acres and is largely inclusive of the land west of the intersection of Leach Run Parkway from Happy Creek Road to John Marshall Highway. The western boundary extends to Westminster Drive.

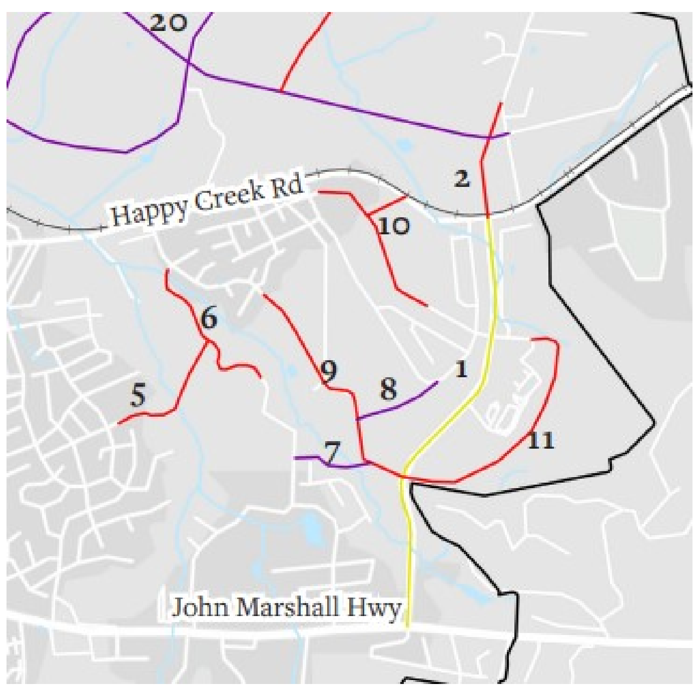
This parcel is intended for single family development at a density of 3 to 6 units per acre.

Town Comp. Plan



Single-Family Residential (**Medium density**). One or more single-family dwellings with an overall density more than three (3) dwelling units per acres, and a maximum of six (6) dwelling units per acre. Includes single-family attached and single-family detached.

The Transportation chapter of the Comprehensive plan also addresses future connectivity of this disctrict. Item 10 of the Town's Road Improvement Map, specifically calls for the extension of Oden Street for the purpose of interparcel connectivity. This will improve traffic flow through the region and also facilitate improvemtns to Happy Creek Road.



<u>Findings and Analysis & Staff Recommendation:</u>

Staff supports the approval of this rezoning.

- The application meets Town Code requirements for completion.
- The applicant has proffered cash per unit to mitigate the impact of development.

5.1 As permitted by Virginia Code 15.2-2303.4 and cooperation agreements by and between the Town of Front Royal and the County of Warren, Virginia, the Owner voluntarily proffers to make a payment of Six Thousand Four Hundred and Thirty-Six Dollars and no cents ($6,436.00) per Unit to the Town at the time of the issuance of each Certificate of Occupancy for each single-family detached residence. The cash proffers include $3,351.00 in school proffers and $3,085.00 in "Other Proffers" which may be used to address transportation and/or other needs, all at the discretion of the Town of Front Royal. Cash proffers provided below are applicable to all Units and will be paid on a per Unit basis of $6,436.00 x 104 Units for a total of $669,370.00:

Category	Schools	Other	Total
Per Unit Cash Proffer	$3,351.00	$3,085.00	**$6,436.00**
Total Units	104	104	104
Total Proffer	**$348,530.00**	**$320,840.00**	**$669,370.00**

- The applicant has proffered to maintain all open space and common areas including a playground and privacy fence bordering the development.
- The applicant has proffered to dedicate ROW needed for improvements to Happy Creek curve realignment to increase road safety.
- The applicant has provided a Fiscal Impact Analysis showing a net positive increase in tax revenue for the Town, approximately $407,000.

Summary of On-Site and Off-Site Fiscal Impacts of Residential Units, Marshall's Glen at Build-Out, Town of Front Royal, VA
(Constant 2024 Dollars)

Source of Fiscal Impacts in Town of Front Royal	Impacts On-Site in Town of Front Royal	Impacts Off-Site in Town of Front Royal	Total Fiscal Impacts
Roanoke Model (21 Homes)			
Revenues to the Town	$66,840	$49,360	$116,200
Town Costs	-$21,500	-$14,590	-$36,090
Subtotal	*$45,340*	*$34,770*	*$80,110*
Saint Lawrence Model (47 Homes)			
Revenues to the Town	$155,310	$115,040	$270,350
Town Costs	-$48,000	-$40,700	-$88,700
Subtotal	*$107,310*	*$74,340*	*$181,650*
Corsica Model (36 Homes)			
Revenues to the Town	$123,230	$91,370	$214,600
Town Costs	-$36,100	-$32,640	-$68,740
Subtotal	*$87,130*	*$58,730*	*$145,860*
Marshall's Glen Total (104 Homes)			
Revenues to the Town	$345,380	$255,770	$601,150
Town Costs	-$105,600	-$87,930	-$193,530
Net Fiscal Benefits	**$239,780**	**$167,840**	**$407,620**

Source: Town of Front Royal; S. Patz & Associates, Inc.

- The applicant submitted a Traffic Impact Analysis (TIA), which was commented on by VDOT. The proposed development will not substantially impact the level of service for either Happy Creek Road or Leach Run Parkway.

- The application is in complete compliance with the adopted Comprehensive Plan.
    - The stated uses and density align with the adopted vision for this portion of Town.

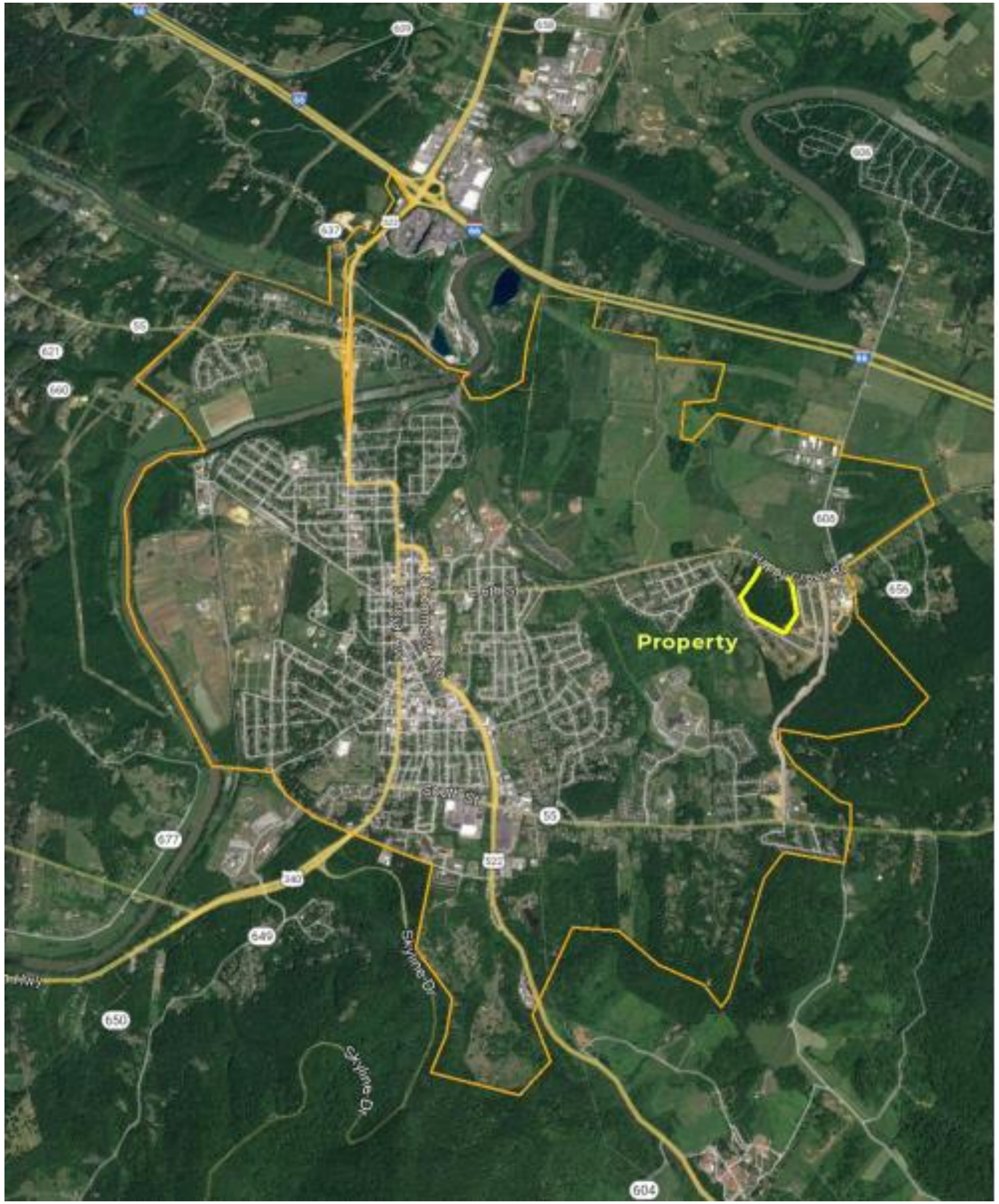
Attachments: Application and Supporting Documents.

2400250 – Rezoning Application
1321 Happy Creek Road

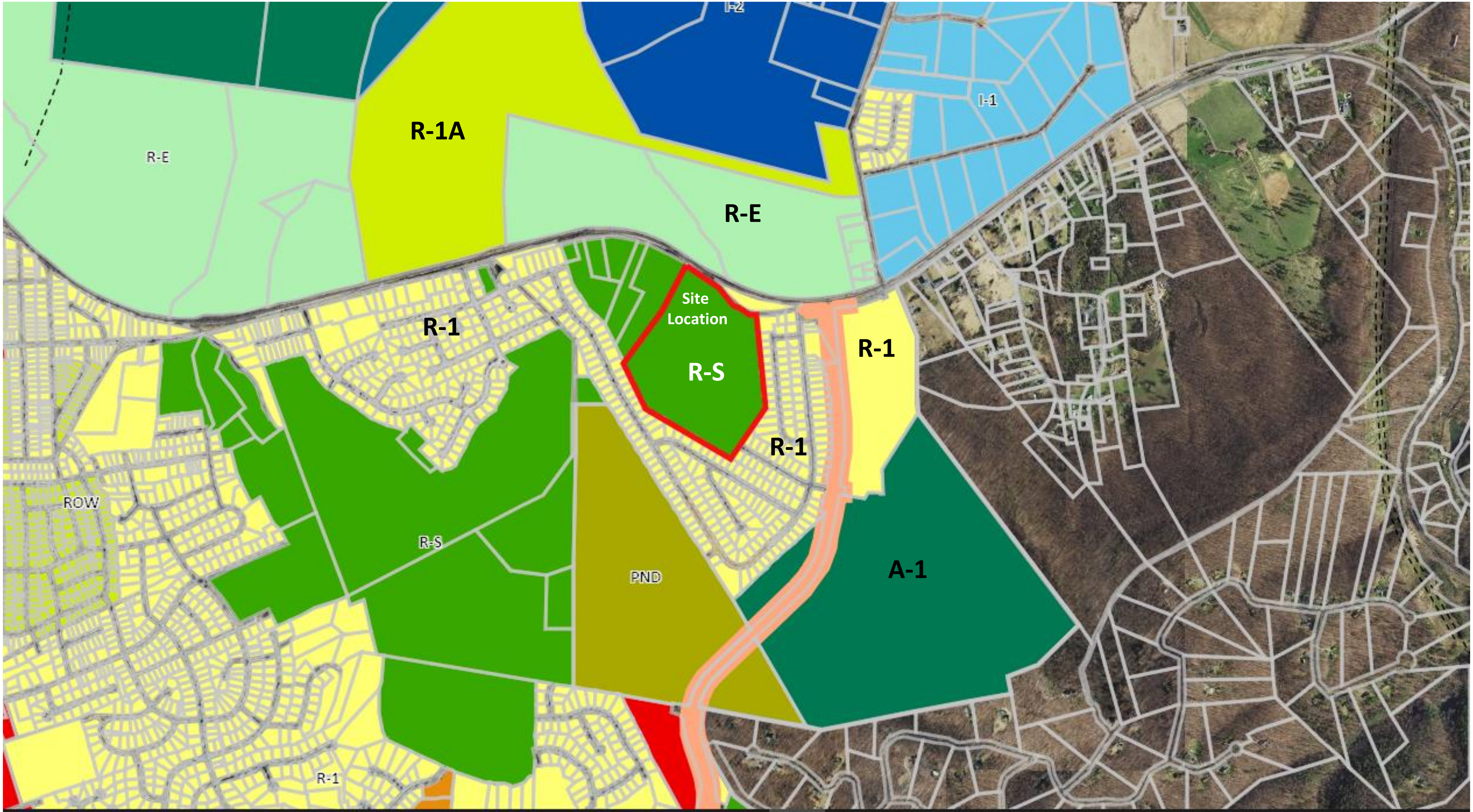
Request Details

REZONING APPLICATION #2400250

The application for review is requesting an amendment of the Zoning Map of the Town of Front Royal to reclassify 1321 Happy Creek Road, identified by Tax Map 20A2-12-4 from R-S Suburban Residential District to R-1 Residential District. The property is located approximately 1200 feet west of the intersection of Leach Run Parkway and Happy Creek Road.



Property



I-2
I-1
R-1A
R-E
R-E
Site Location
R-S
R-1
R-1
R-1
ROW
R-S
PND
A-1
R-1

Town Code 175-3: Density = “The number of dwelling units permitted on one (1) acre of land as specified herein.”

R-S Zoning District requires:

- Minimum Lot Size is one-half (1/2) acre (21,780 sq. ft.)

R-1 Zoning District requires:

- Minimum Lot Size to be 10,000 sq. ft. (with Public Water and Public Sewer)

EX. HAPPY CREEK ROAD
ODEN ST.
GREENWAY ENGINEERING
Concept Illustrative Plan
MARSHALL'S GLEN
(FORMALLY ASHTON GREEN)
HAPPY CREEK MAGISTERIAL DISTRICT
TOWN OF FRONT ROYAL, VIRGINIA
KEVIN A. SEWARD
PROFESSIONAL ENGINEER
DATE: 04-05-2024
SCALE: 1" = 80'
DESIGNED BY: RAH/KAS
FILE NO. 6533R
SHEET 5 OF 5

PRODUCT ANALYSIS SHEET

Saint Lawrence

GENERAL FEATURES

Home Type: Single Family Detached

Series: Ryan Core

Footprint Min: 50′ x 42′-0″

Footprint Max: 62′-4″ x 54′-4″

Mean Roof Height: 24′-4 1/4″

Ceiling Height: 9′-1 1/8″ First Floor
7′-11″ Basement & 8′-1 1/8″Second Floor

Base Square Footage: 3082
1st Floor: 1408
2nd Floor: 1674

Available Foundations: Basement; Crawl, Slab

Garage Type: 2-car front or side entry; 3-car front entry

Veneers Available: Traditional full siding or full brick, partial brick & partial stone; Craftsman with stone or brick water table

SLR00-01
For Internal Use only. Information is believed to be correct at time of publication. Refer to most current blueprints for accuracy.

PRODUCT ANALYSIS SHEET

Roanoke

GENERAL FEATURES

Home Type: Single Family Detached

Series: Ryan Core

Footprint Min: 50′ x 41′-0″

Footprint Max: 62′-8″ x 53′-8″

Mean Roof Height: 24′-4 1/8″

Ceiling Height: 9′-1 1/8″ First Floor
7′-11″ Basement & 8′-1 1/8″Second Floor

Base Square Footage: 2756
1st Floor: 1272
2nd Floor: 1484

Available Foundations: Basement; Crawl, Slab

Garage Type: 2-car front or side entry; 3-car front entry

Veneers Available: Traditional full siding or full brick, partial brick & partial stone; Craftsman with stone or brick water table

RNK00-01
For Internal Use only. Information is believed to be correct at time of publication. Refer to most current blueprints for accuracy.

Table 1. Density Comparison with Surrounding Subdivisions

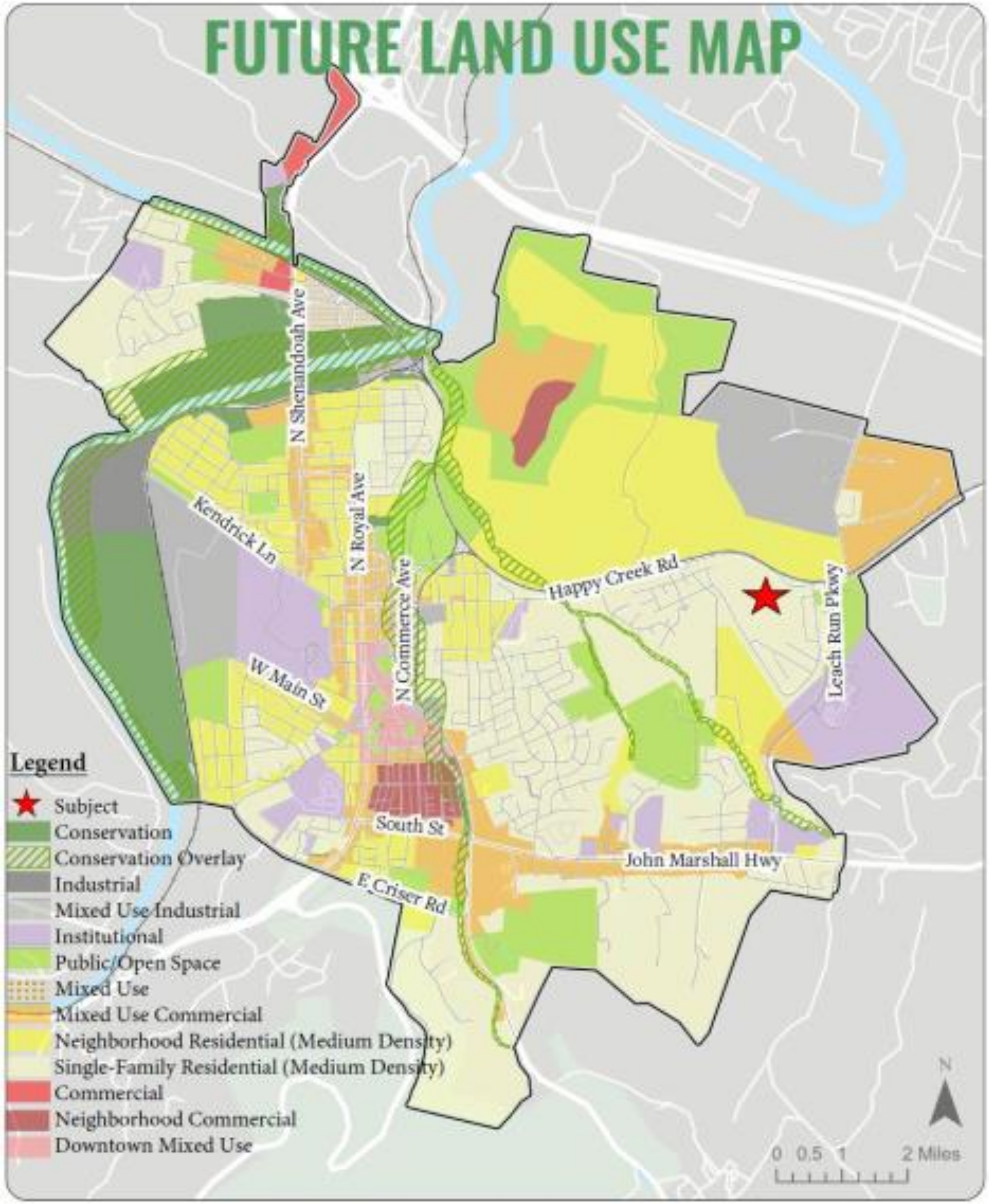
Subdivision Name	Approx. Units/Ac.
Oden Ridge	2.68
Happy Creek Knolls	2.82
Average	**2.77**
Property	**2.42**

The Comprehensive Plan calls for this area of Leach Run to be Single Family Residential (Medium Density) with "one or more Single-family dwellings with an overall density of more than three (3) dwelling units per acre, and a maximum of six (6) dwelling units per acre. Includes single-family attached and single-family detached structures".

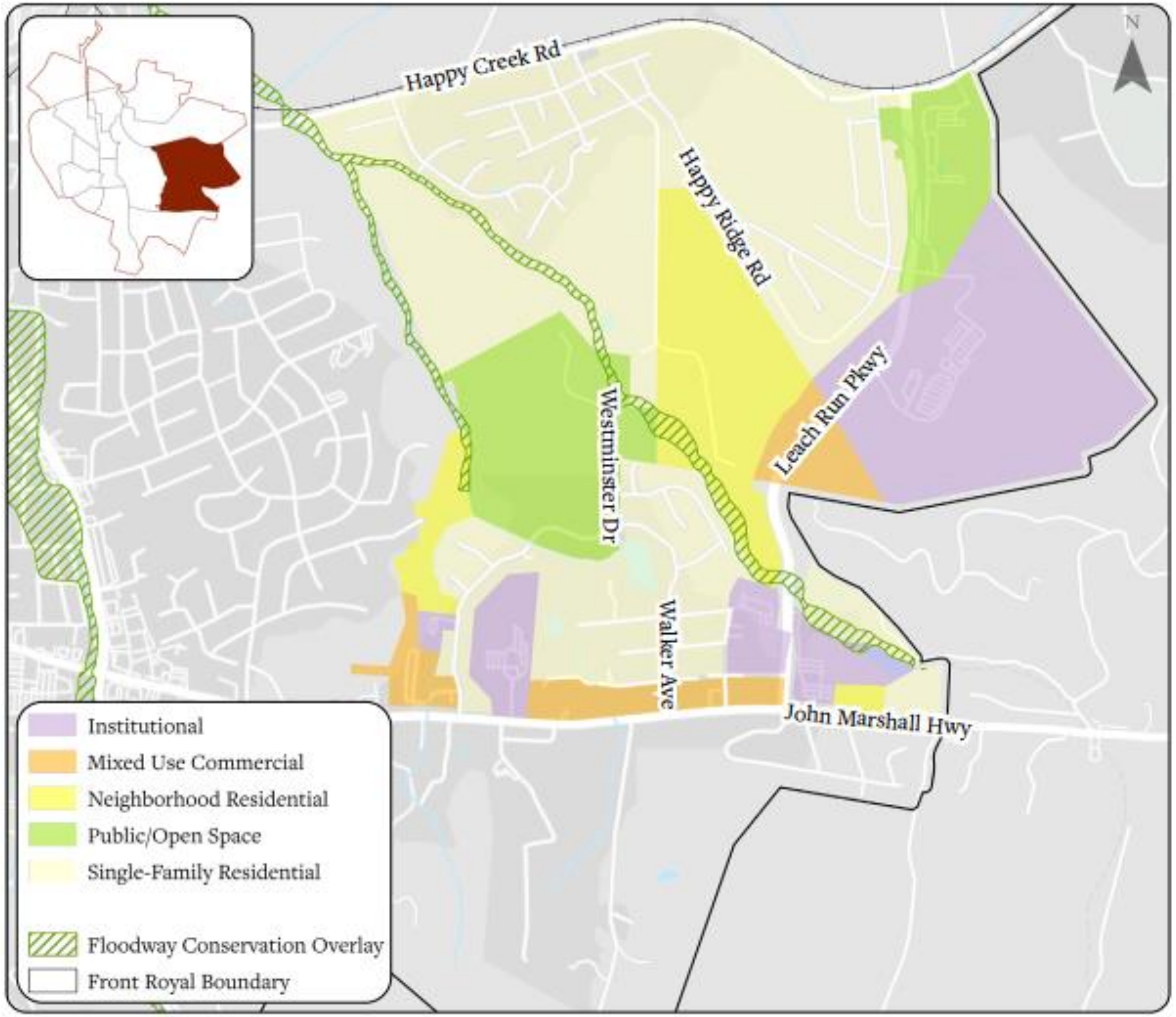
Action Strategies for the Leach Run (Section 13) of the Comprehensive Plan.

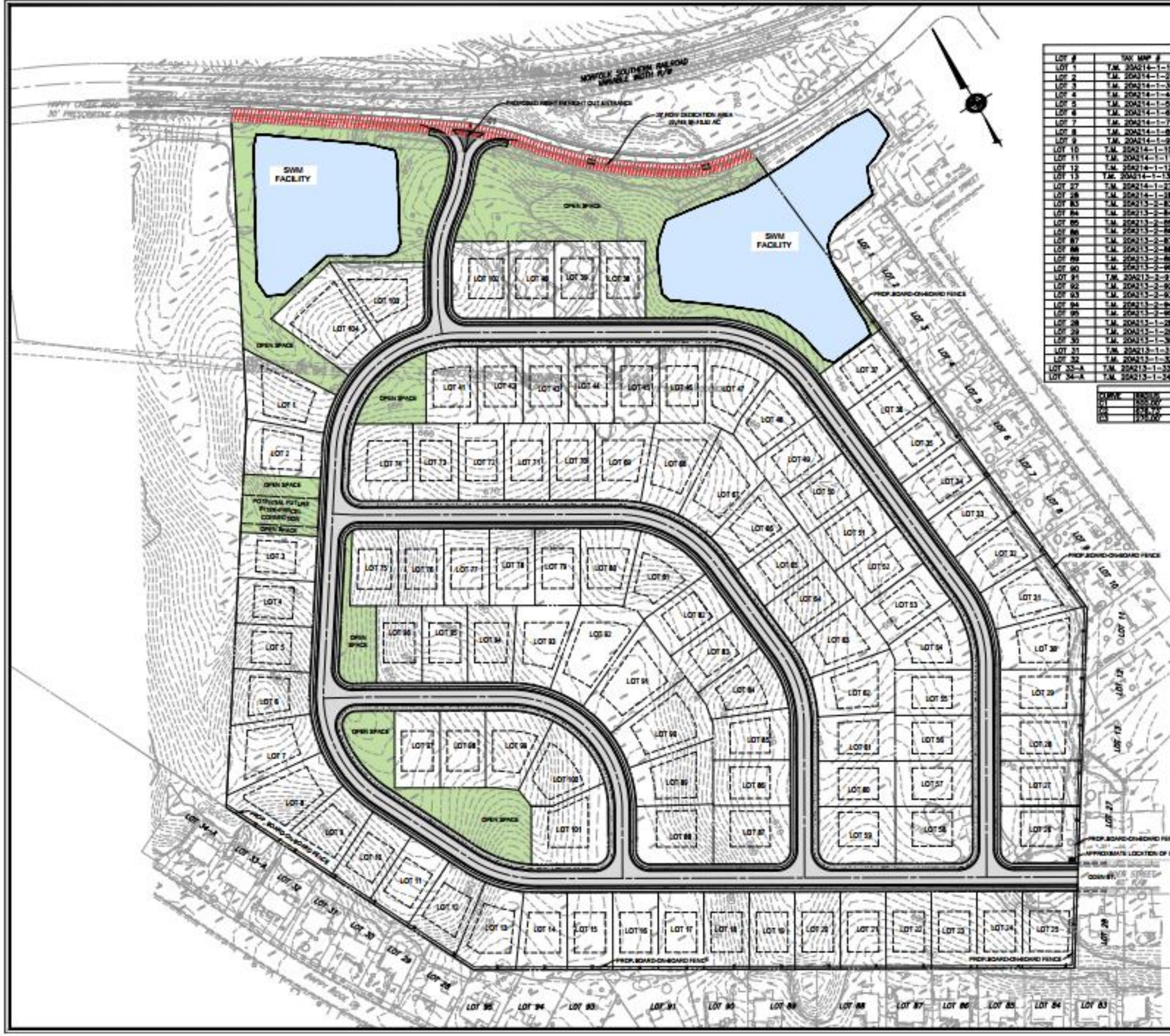
- "Require future subdivision design that connects local streets with existing subdivision streets to create a more cohesive road network".

- "Ensure that future development is inclusive of pedestrian and recreational facilities, such as play areas or other amenities".


FUTURE LAND USE MAP
N Shenandoah Ave
N Royal Ave
Kendrick Ln
N Commerce Ave
Happy Creek Rd
Leach Run Pkwy
W Main St
South St
John Marshall Hwy
E Criser Rd
Legend
Subject
Conservation
Conservation Overlay
Industrial
Mixed Use Industrial
Institutional
Public/Open Space
Mixed Use
Mixed Use Commercial
Neighborhood Residential (Medium Density)
Single-Family Residential (Medium Density)
Commercial
Neighborhood Commercial
Downtown Mixed Use
N
0 0.5 1 2 Miles

LEACH RUN PLANNING AREA 13





ADJOINER PARCEL INFO TABLE			
LOT #	TAX MAP #	OWNER NAME	INSTRUMENT NUMBER
LOT 1	T.M. 20A214-1-1	FREE SHAWN MARSHALL/CLARK	050014565 & 070002131
LOT 2	T.M. 20A214-1-2	RAMSEY INC	050014565 & 070002131
LOT 3	T.M. 20A214-1-3	COGAR DALE W	050014565 & 070002131
LOT 4	T.M. 20A214-1-4	RAMSEY INC	050014565 & 070002131
LOT 5	T.M. 20A214-1-5	GOOD VICKIE N	050014565 & 070002131
LOT 6	T.M. 20A214-1-6	RAMSEY INC	050014565 & 070002131
LOT 7	T.M. 20A214-1-7	FIDLER FRANKLIN R JR &	050014565 & 070002131
LOT 8	T.M. 20A214-1-8	DASHPUNTSAG OTGONCHIMEG	050014565 & 070002131
LOT 9	T.M. 20A214-1-9	JAROMA NICHOLAS LUKE & MARY C	050014565 & 070002131
LOT 10	T.M. 20A214-1-10	COLE MARIAH G	050014565 & 070002131
LOT 11	T.M. 20A214-1-11	BLACK WILLIAM H & JOANN	050014565 & 070002131
LOT 12	T.M. 20A214-1-12	WHARTON BETTY J & LEWIS E	050014565 & 070002131
LOT 13	T.M. 20A214-1-13A	SUTHERLY WILLIAM J & SHELBY J	050014565 & 070002131
LOT 27	T.M. 20A214-1-27	KING MARILEAN M & DAVID W	050014565 & 070002131
LOT 28	T.M. 20A214-1-28	HAHN KAE P	050014565 & 070002131
LOT 83	T.M. 20A213-2-83	FRANKLIN CHARLES E &	030014359
LOT 84	T.M. 20A213-2-84	BILLY J WEB FAMILY LLC	030014359
LOT 85	T.M. 20A213-2-85	SKAGGS DANELIA A & MICHAEL	030014359
LOT 86	T.M. 20A213-2-86	BUTLER JEROME K & JULIA F	030014359
LOT 87	T.M. 20A213-2-87	COCKERHAM JENNIFER L &	030014359
LOT 88	T.M. 20A213-2-88	WEBB CECIL E	030014359
LOT 89	T.M. 20A213-2-89	DINGESS DAVID A & ELIZABETH G	030014359
LOT 90	T.M. 20A213-2-90	HUNT GLEN A & PHYLLIS M	030014359
LOT 91	T.M. 20A213-2-91	MEJIA JACOB & JESSICA N	030014359
LOT 92	T.M. 20A213-2-92	KNIGHT ALEXANDER H & KELLY A	030014359
LOT 93	T.M. 20A213-2-93	RAPPOLE JOHN JR & HYREE L	030014359
LOT 94	T.M. 20A213-2-94	NYOKON BEDIONG A	030014359
LOT 95	T.M. 20A213-2-95	PILON STEPHEN P & ELIZABETH S TTEES	030014359
LOT 28	T.M. 20A213-1-28	WILLIAMS KEITH & JESSICA	010009421
LOT 29	T.M. 20A213-1-29	O'DELL JANET HESTER	010009421
LOT 30	T.M. 20A213-1-30	PROKO EUGENE C ET UX	010009421
LOT 31	T.M. 20A213-1-31	COLVIN STEPHEN G & CHRISTINA L	010009421
LOT 32	T.M. 20A213-1-32	POND J DANIEL III & DANIELLE L	010009421
LOT 33-A	T.M. 20A213-1-33A	SCHMIDT PAUL ANTHONY &	010009421
LOT 34-A	T.M. 20A213-1-34A	NOVAK RICHARD M &	010009421

PROPERTY LINE CURVE TABLE					
CURVE	RADIUS	ARC LENGTH	CHORD LENGTH	CHORD BEARING	DELTA ANGLE
C1	1500.00'	124.11'	123.71'	S 41°13'00" E	[illegible]
C2	[illegible]	137.27'	[illegible]	S 46°14'54" E	[illegible]
C3	270.00'	129.84'	128.59'	S 70°24'19" E	27°33'11"

AREA CALCULATIONS
PARCEL BOUNDARY=42.99 AC/1,872,807 SF
TOTAL LOT AREA=27.68 AC/1,205,740 SF
ROW AREA=7.21 AC/314,067 SF
OPEN SPACE AREA=7.57 AC/330,255 SF

LOT DENSITY			
ZONE	LOTS	ACRES	UNITS PER ACRES
R-1	104	42.99	2.42

LEGEND

ROW DEDICATION AREA

SWM FACILITY

OPEN SPACE

SCALE: 1" = 80'

GREENWAY ENGINEERING

Concept Layout Plan

MARSHALL'S GLEN

(FORMALLY ASHTON GREEN)

HAPPY CREEK MAGISTERIAL DISTRICT
TOWN OF FRONT ROYAL, VIRGINIA

COMMONWEALTH OF VIRGINIA
KEVIN A. SEWARD
Lic. No. 35588
06-11-2024
PROFESSIONAL ENGINEER

DATE: 04-05-2024

SCALE: 1" = 80'

DESIGNED BY: RAH/KAS

FILE NO. 6533R

SHEET 4 OF 5

Required Submission Document Conclusions

Wetland Delineation Report

Results: "There were no potential waters, including wetlands, that were identified during this delineation. There were no suspect or wet areas observed during the site evaluation".

Phase 1 Environmental Site Assessment

10.4 Conclusions: "This Assessment has revealed no evidence of recognized environmental conditions, controlled recognized environmental conditions, or significant data gaps in connection with the property."

10.5 Recommendation: "It is the opinion.... that additional environmental assessment of the subject property is not warranted at this time."

Fiscal Impact Analysis

Marshall's Glenn FIA Conclusions: "On-site benefits are projected to show a surplus of $239,780, whereas off-site benefits are expected to total $167,840. These figures indicate an *annual fiscal surplus* of $407,620 for the Town of Front Royal once the new homes are built and occupied. This equates to an *average annual net benefits* of approximately $3,920 per home".

Traffic Impact Analysis

- Impact Analysis was conducted during weekday morning (AM) and weekday afternoon (PM) peak hours on Tuesday March 5th 2024.

- Based upon the capacity analysis of the 2028 Future Conditions with Development, the signalized study intersection is expected to operate at an overall acceptable level of service during the AM and PM peak hours.

- All approaches at all study intersections are expected to operate at an acceptable level of service during the AM and PM peak hours.

- In order to determine the weekday morning (AM) and weekday afternoon (PM) peak hour turning movement traffic volumes, turning movement counts (TMC) were collected at the study intersections on Tuesday, March 5, 2024. The referenced weekday turning movement counts were collected from the hours of 6:00 AM to 9:00 AM and 3:30 PM to 6:30 PM.

- Based on the capacity and queueing analysis results, the proposed development will not have a substantial impact on the surrounding transportation and roadway network.

- Right Turn Lane Warrant Assessment Results determined a right turn lane is not warranted on the eastbound approach at the proposed site access, given the right turning volume, approach volume, and minimum right turn lane and taper thresholds.

- Virginia Department of Transportation (VDOT) findings that, “In general, the TIA is found acceptable, and we concur with the capacity and queueing analysis results.”

  “In conclusion, if the right-of-way for the future Town project is addressed, we feel that this subdivision will have *minimal* impacts to the local roadway network.”

Figure 1: Site Location and Study Intersections

Other Agency Comments and Reviews

Warren County Planning Staff

Based on the review the application appears to comply with Warren County's 2013 Comprehensive Plan Chapter 4 Section 11 for Urban Development Areas (UDA). The property is located within an area designated in the Town as a UDA which the Comp Plan states is:

"A UDA is an area designated by a locality that is appropriate for higher density development due to its proximity to transportation facilities, the availability of a public or community water and sewer system, or a developed area. The UDA is required to provide for ***residential development at a minimum density of at least four single-family residences per acre*** *and to provide for commercial development at an authorized floor area ratio of at least 0.4 per acre."*

Building Department Comments (4/22/24)

- Comments – Rappahannock HC, LLC – Rezoning Application R-S, Suburban Residential District to R-1, Residential District – 2400250:

- Erosion and Sediment Control (ESC) Items:
  - Application and permits are required for ESC permit, which would be a normal submission including a full plan review application.
  - The area of disturbance exceeds one (1) acre which will additionally require a Stormwater permit through the Department of Environmental Quality (DEQ). Approval by DEQ (Construction General Permit) would be required prior to any ESC Permit and any type of Building Permit being issued by Warren County.
  - Each lot when developed for a residential dwelling unit would then be required to have an Agreement In Lieu Of can be obtained.

- Site Plan Review:
  - If or when any building construction related activity were to take place, a Site Plan Review and Permit for Building Code Compliance would be required to be completed for including emergency access, utilities, structure placement for required fire separation, fire hydrants, fire lane markings, required fire signage, etc.

- Building Inspections Items:
  - If or when any building construction related activity (structure, electrical, plumbing, mechanical, fire suppression, energy, etc.) were to start, it would be subject to the normal requirements of application, review and approval prior to work beginning.

Fire Marshal's Office Comments (4/22/24)

- Fire Marshal's Office Comments (standard):
  - We would defer all comments for the site development/new construction/retrofit/change of use to the Building Official. Upon approval and issuance of the CO, the facility (as applicable) shall be maintained in accordance with the Virginia Statewide Fire Prevention Code.

VDOT Comments

The proposed rezoning with Traffic Impact Analysis (TIA) was submitted to the Virginia Department of Transportation (VDOT) for review. In general, the TIA is found acceptable, and we concur with the capacity and queueing analysis results. This section of Happy Creek Road, however, does not meet current roadway design standards and is planned for improvements when funding is available.

The concept plan for the development proposes to dedicate an additional 10-feet of right-of-way to supplement the existing 30-foot-wide prescriptive easement. We recommend that the proposed alignment and dedication match the actual width needed along the road frontage for the Town project and include any necessary slope and drainage easements. This will likely exceed the proposed 25-feet shown. The dedication should also not be encumbered with any stormwater management facilities or utilities that would later need to be relocated by the Town project, if possible.

In conclusion, if the right-of-way for the future Town project is addressed, we feel that this subdivision will have minimal impacts to the local roadway network.

WCPS Comments

- The general approach taken by the school proffer analysis is consistent with 15.2-2303.4; however, it should be noted that an applicant is able to proffer anything that they deem reasonable and appropriate under 15.2-2303.4(D). The questions that are raised related to the analysis, which would impact the final per-unit figure are:
  - How did they determine that 82 units is the property's by-right under the existing R-S zoning of the property? Did they simply take the acreage and divide by the permitted density? Arguably, and more consistent with the intent of the law, the number of by-right units should be determined by what the yield would actually be in a realistic development scenario, *i.e.* taking into account all zoning conditions such as environmentally sensitive areas, open space requirements, stormwater, lot configuration and frontage requirements, right-of-way, utility requirements, etc. It is unclear how the 82 number was calculated as the analysis only states that 82 homes could be "built by right under current zoning conditions." Pg. 11. The real-world yield is likely less than the straight-line calculation if that was their methodology.
  - The other figures used to calculate the cash proffer are stated to have been provided and confirmed by WCPS, which would be the enrollment, capacity, generation rates, and school construction costs.
- Conceptually, the School cash proffers should not be "at the discretion of the Town of Front Royal" as is stated in Section 5 of the Proffers; they should be paid to the County by the Town when received. What is described in the proffers does not change the effect of the Voluntary Settlement Agreement though so this is not a big deal if the County and Town have an understanding that the money will be paid when received.

Proffers

Code of Virgina §15.2-2304

Provisions applicable to certain conditional rezoning proffers

A. For purposes of this section, unless the context requires a different meaning:

"New residential development" means any construction or building expansion on residentially zoned property, including a residential component of a mixed-use development, that results in either one or more additional residential dwelling units or, otherwise, fewer residential dwelling units, *beyond what may be permitted by right under the then-existing zoning of the property,* when such new residential development requires a rezoning or proffer condition amendment."

B. Notwithstanding any other provision of law, general or special, no local governing body shall (i) require any unreasonable proffer, as described in subsection C, in connection with a rezoning or a proffer condition amendment as a condition of approval of a new residential development or new residential use or (ii) deny any rezoning application or proffer condition amendment for a new residential development or new residential use where such denial is based in whole or in part on an applicant's failure or refusal to submit an unreasonable proffer or proffer condition amendment.

D. Notwithstanding the provisions of subsection C:

1. An applicant or owner *may*, at the time of filing an application pursuant to this section or during the development review process, submit any onsite or offsite proffer that *the owner and applicant deem reasonable and appropriate*, as conclusively evidenced by the signed proffers.

Summary of Proffer Statement

2. Site Development

2.1 The property shall be served by public water and sewer which shall be installed by the Owner and dedicated to the Town. Owner shall be responsible for the cost of the construction of the aforementioned public water and sewer.

2.2 Owner shall install appropriate storm water management facilities on the Property including a storm water retention pond. The pond shall be located in the open space which shall be conveyed to the future homeowner's association for the subdivision. The homeowner's association shall be responsible for the maintenance of the pond. Owner shall be responsible for the cost of construction of the aforementioned facilities.

2.3 A portion of the Property shall be reserved as open space as depicted on Exhibit A. Such open space shall be conveyed to and maintained by the future homeowner's association (HOA) for the subdivision constructed on the Property.

2.4 Owner may install an entrance feature along Oden Street, consisting of an entry monument sign and landscaping, where depicted on Exhibit A, all at the discretion of the Owner. Once installed, the entrance feature shall be maintained by the HOA. The approximate cost of the entrance feature is $40,000.00.

2.5 Owner shall install a tot lot, consisting of a minimum of playground equipment and benches, within the open space provided for in Paragraph 2.3 above, prior to the issuance of the certificate of occupancy permit (whether temporary or final) for the seventy-fifth (75^{th}) Unit. The tot lot equipment shall be equal or better than the equipment identified on Exhibit B. Once installed, the playground and equipment shall be maintained by the HOA. The estimated cost of the tot lot is $60,000.00.

2.6 Owner shall install a board-on-board fence along the common property boundary with residential lots within the Oden Ridge and Happy Creek Knolls subdivisions as shown on Exhibit A and in accordance with the detail provided in Exhibit C. The fence shall be constructed with each home along the common property boundary and shall be within an easement to the HOA and shall be maintained by the HOA. The estimated cost of the board-on-board fence is $90,000.00 .

Kidstruction™
KS PP 02

Brand Playgrounds

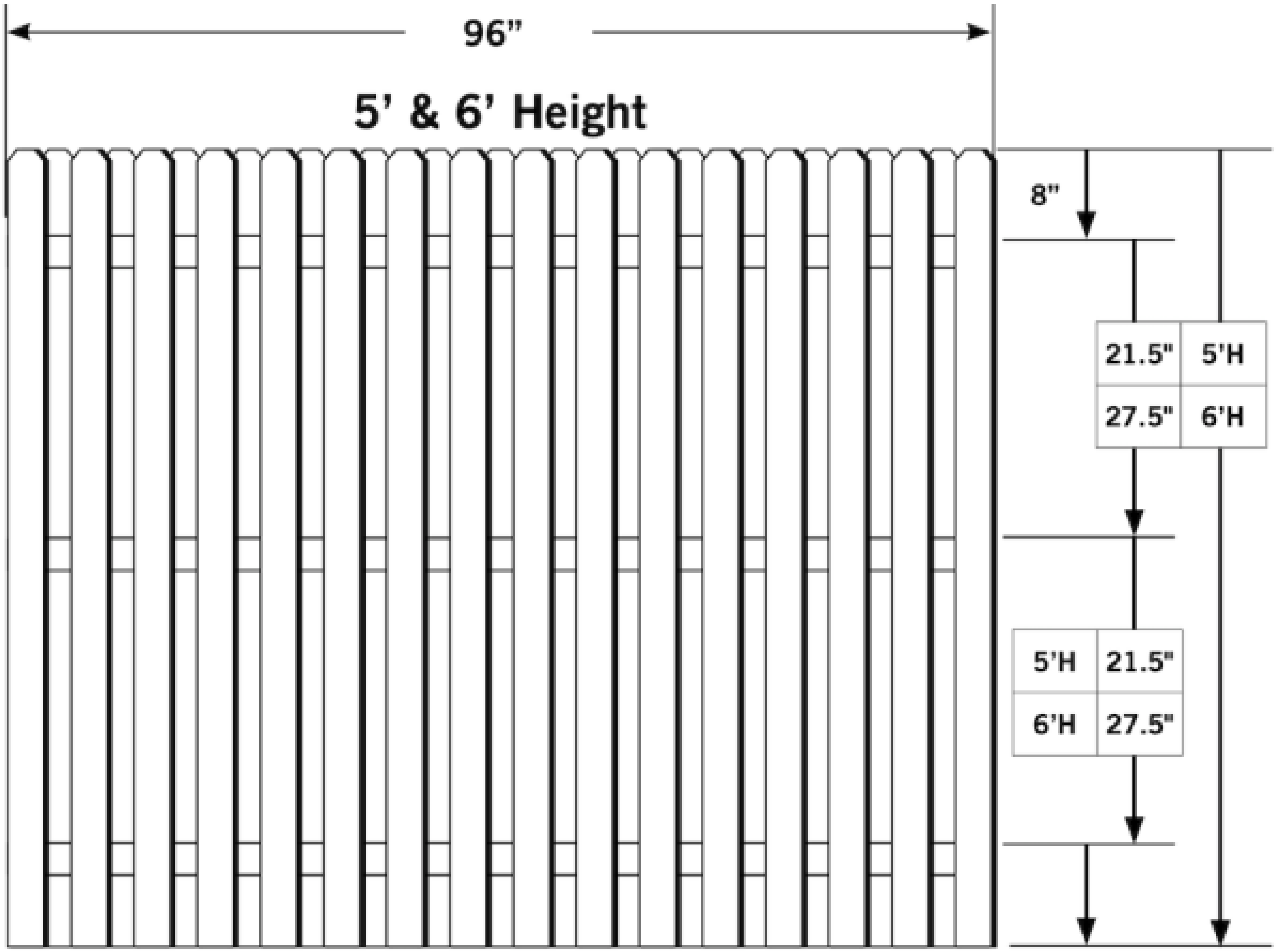
 www.kidstruction.com

Kidstruction™
KS PP 02

Brand Playgrounds

 www.kidstruction.com

Fence Detail



3. Transportation

3.1 The roads within the subdivision on the Property shall be public, constructed to Town and VDOT standards, as appropriate, and dedicated to the Town and maintained by the Town. Owner shall be responsible for the cost and construction of the aforementioned roads and other public features, including, but not limited to, sidewalks.

3.2 Owner shall dedicate right-of-way along Happy Creek Road for the Project's entrance improvements. Further, Owner shall dedicate fee simple right-of-way and easements along Happy Creek Road, to include the limits of the existing prescriptive right-of-way, and additional right-of-way temporary construction easements, and permanent utility and sight distance easements required for the future widening of Happy Creek Road (provided the same does not impact residential lots within the Property), upon request and at no cost to the Town.

4. Homeowner’s Association

4.1 Owner shall create an HOA to maintain the open space areas of the Property, entrances feature, playground, fence and the storm water management facilities constructed on the Property.

Table 7: Derivation of Costs for New Elementary School, Warren County, Virginia, April 2024

	New County Costs	School Capacity	Cost per Student
Land Acquisition	$294,000	600	$490
Architecture & Engineering	$1,785,000	600	$2,975
Construction	$25,500,000	600	$42,500
Furniture, Fixtures, and Equipment (FF&E)	$2,295,000	600	$3,825
Total Cost	**$29,874,000**	**600**	**$49,790**

Source: Warren County Public Schools

Ashton Green

Revised School Proffer Calculations

June 3, 2024

Table 1. Additional Density Calculations	1st Submission	2nd Submission
Total Property Acreage	41.10 acres	41.10 acres
Right-of-Way/Open Space Acreage (25%)	n/a	10.28 acres
Net Lot Acreage	41.10 acres	30.83 acres
By-Right Density	0.5 units/acre	0.5 units/acre
Theoretical By-Right Density	**82 units**	**61 units**

Table 2. Student Generation Rates	Rezoning 104 Lots	By-Right 82 Lots	Delta (Rounded Up)	By-Right 61 Lots	Delta (Rounded Up)
Number of Units	**104**	82	**22**	61	**43**
<u>**Leslie Fox Keyser Elementary**</u>					
Student Generation Rate	0.152	0.152		0.152	
Projected Elementary School Students	15.8	12.5	**4**	9.3	**7**
<u>**Warren County Middle School**</u>					
Student Generation Rate	0.09	0.09		0.09	
Projected Middle School Students	9.4	7.4	**2**	5.5	**4**
<u>**Warren County High School**</u>					
Student Generation Rate	0.122	0.122		0.122	
Projected High School Students	12.7	10.0	**3**	7.4	**6**
Total	**38**	**30**	**9**	**23**	**17**

Table 3. School Capacity Analysis	Educational Capacity	Current Enrollment	Additional Students	New Enrollment	Excess Capacity	Over Capacity
Leslie Fox Keyser Elementary	494	510	7	517	-23	-7
Warren County Middle School	800	530	4	534	266	0
Warren County High School	1,100	818	6	824	276	0
Total	**2,394**	**1,858**	**17**	**1,875**	**519**	**-7**

Table 4. Derivation of Costs for New Middle School	1st Submission	2nd Submission	Delta
Excess Student Enrollment	4	7	3
Cost per Student	$49,790	$49,790	$0
Total Costs	$199,160	**$348,530**	**$149,370**
Dwelling Units	104	104	104
Cash Proffer per Dwelling Unit	**$1,915**	**$3,351**	**$1,436**

Direct Educational Capacity
Over Enrollment

Table 5. Updated Proffer Calculations	1st Submission	2nd Submission	Delta
Per Unit School Proffer	$1,915	$3,351	$1,436
Per Unit Other Proffer	$3,085	$3,085	$0
Per Unit Proffer	**$5,000**	**$6,436**	**$1,436**
Total Units	104	104	0
Total Proffer	**$520,000**	**$669,370**	**$149,370**

5. Cash Proffers

5.1 As permitted by Virginia Code 15.2-2303.4 and cooperation agreements by and between the Town of Front Royal and the County of Warren, Virginia, the Owner voluntarily proffers to make a payment of Six Thousand Four Hundred and Thirty-Six Dollars and no cents ($6,436.00) per Unit to the Town at the time of the issuance of each Certificate of Occupancy for each single-family detached residence.

The cash proffers include $3,351.00 in school proffers and $3,085.00 in "Other Proffers" which may be used to address transportation and/or other needs, all at the discretion of the Town of Front Royal. Cash proffers provided below are applicable to all Units and will be paid on a per Unit basis of $6,436.00 x 104 Units for a total of $669,370.00:

Category	Schools	Other	Total
Per Unit Cash Proffer	$3,351.00	$3,085.00	**$6,436.00**
Total Units	104	104	104
Total Proffer	**$348,530.00**	**$320,840.00**	**$669,370.00**

Entry Monument Sign	$ 40,000.00
Playground Equipment	$ 60,000.00
Privacy Fence	$ 90,000.00
Approximate Total Cost	**$190,000.00**
Total Contributions: $859,370.00	

Tina Presley

From:	Lauren Kopishke
Sent:	Tuesday, July 2, 2024 10:00 AM
To:	Connie Potter
Cc:	Tina Presley
Subject:	FW: Water Capacity for 104 homes

Tina,
These comments should go to Council for the public hearing.

Connie, please add them to our records.

Lauren E. Kopishke
Director of Planning & Zoning
Zoning Administrator
Town of Front Royal
Dept. of Planning and Zoning
102 E Main St | PO Box 1560
Front Royal, VA 22630
T./540-635-4236

From: Robbie Boyer <rboyer@frontroyalva.com>
Sent: Tuesday, July 2, 2024 7:51 AM
To: Lauren Kopishke <lkopishke@frontroyalva.com>; Mike Kisner <mkisner@frontroyalva.com>
Subject: RE: Water Capacity for 104 homes

Lauren,

We don't see any issues to the water and sewer systems by adding these 104 purposed homes.

Thanks,

Robert B. Boyer
Director of Public Works
Town of Front Royal Public Works
PO Box 1560
800 Crosby Rd-Extended
Front Royal, VA 22630
540-635-7819 (P)
rboyer@frontroyalva.com
www.frontroyalva.com

From: Lauren Kopishke <lkopishke@frontroyalva.com>
Sent: Friday, June 21, 2024 10:51 AM
To: Mike Kisner <mkisner@frontroyalva.com>; Robbie Boyer <rboyer@frontroyalva.com>
Subject: Water Capacity for 104 homes

Good Morning,

I need comments regarding how much water would be used by 104, 4-5 BR houses on a daily basis. I also need to know if the infrastructure that would service that new development on Happy Creek would need any substantial improvements as a direct result of the new development. I need to be able to articulate how this development will impact water and sewer.

Lauren E. Kopishke
Director of Planning & Zoning
Zoning Administrator
Town of Front Royal
Dept. of Planning and Zoning
102 E Main St | PO Box 1560
Front Royal, VA 22630
T./540-635-4236

Tina Presley

From:	Lauren Kopishke
Sent:	Wednesday, July 3, 2024 6:53 AM
To:	Connie Potter
Cc:	Tina Presley
Subject:	FW: Online Sales Tax Revenue Question

This is information that needs to Council for the work session and into our files for the RDG rezoning application on Happy Creek.

Lauren E. Kopishke
Director of Planning & Zoning
Zoning Administrator
Town of Front Royal
Dept. of Planning and Zoning
102 E Main St | PO Box 1560
Front Royal, VA 22630
T./540-635-4236

From: Sherry Sours <Ssours@warrencountyva.gov>
Sent: Tuesday, July 2, 2024 1:54 PM
To: Chris Hornung <chornung@teamrdg.com>
Cc: Lauren Kopishke <lkopishke@frontroyalva.com>
Subject: RE: Online Sales Tax Revenue Question

Sales taxes are collected at the time of sale by the online retailer and the tax is remitted to the Commonwealth on a monthly basis.

The Commonwealth sends 1% local share to the locality.
(Unsure if this is received monthly or quarterly.)

The County Treasurer remits to the Town of Front Royal their portion of this tax.

Sherry T. Sours, MCR
Commissioner of the Revenue

220 N. Commerce Ave., Suite 900
Front Royal, VA 22630
Phone: 540-635-2651

Fax: 540-636-8280

Mailing address:

P O Box 1775
Front Royal, VA 22630-0038

Please note that the E-Mail address has changed to gov.
ssours@warrencountyva.gov

The Warren County Website is:
Warrencountyva.gov

From: Chris Hornung <chornung@teamrdg.com>
Sent: Tuesday, July 2, 2024 10:19 AM
To: Sherry Sours <Ssours@warrencountyva.gov>
Cc: Lauren Kopishke <lkopishke@frontroyalva.com>
Subject: Online Sales Tax Revenue Question

Ms. Sours,

Rappahannock Development Group has submitted a rezoning application to the Town of Front Royal for a proposed 104-lot residential development. During our Town Council work session, a question was asked regarding sales tax revenues for online purchases (i.e. Amazon) made by Front Royal residents. It is our understanding that Virginia sales taxes are collected by Amazon (and other online retailers) and remitted to the Commonwealth, which then remits the local share to each locality based on the zip code of the purchaser. Is that accurate for Warren County/Town of Front Royal? If so, does the County provide the Town with its share of online sales taxes made within the Town limits?

Any help you can provide would be appreciated!

Chris Hornung, P.E.
Chief Development Officer
Rappahannock Development Group
1016 Charles Street
Fredericksburg, VA 22401
chornung@teamrdg.com

COUNCIL REGULAR WORK SESSION
AGENDA STATEMENT

Meeting Date: July 8, 2024 Item# 05B

Agenda Item: Continued Discussion of Liaison Committee Meeting Items

Summary: Council is requested to continue discussion of Liaison Committee items for the July 23rd Liaison Committee Meeting to be hosted by the Town. Below are the suggestions from the July 1st work session. Council is also requested to delegate a councilmember to attend the meeting with the Mayor.

- Increase in Solid Waste Tipping Fees
- Cigarette Tax Ordinance
- Vape Shops
- Processing Housing Violations & Tenant and Landlord Enforcement Policy
- Transportation Subcommittee Update

Items with a summary should be in to the Clerk by 1:00pm on Monday, July 15th

Budget/Funding: None

Staff Recommendation: Council to determine items for the Liaison Committee Agenda and delegate a council member to attend the meeting.

AGENDA
TOWN/COUNTY LIAISON COMMITTEE MEETING

Warren County Government Center
Board Room
Thursday, April 18, 2024 at 6:00 PM

- Call to Order – Cheryl L. Cullers, Chair of the Warren County BOS
    1) Processing Housing Violations & Tenant and Landlord enforcement policy (deferred to July)
    2) McKay's Springs – County
    3) Transportation & Infrastructure Committee – County
    4) Update on School Zone Cameras – County
    5) Water Supply Plan – Town
    6) Boundary Line Adjustment for Town Corporate Limits on East/West Criser Road - Town
- Next Meeting – Thursday, July 18, 2024, at 6:00 PM (Council Chambers)
- Adjournment