CALL TO ORDER
The work session of the Front Royal Town Council was called to order by Mayor Lori A. Cockrell on Monday, August 11, 2025, at 7:00 p.m. in the Town Hall Council Chambers.

APPOINTMENT OF CLERK PRO TEMPORE
Councilman Wood moved, seconded by Councilman Sealock, that Council appoint Hillary Wilfong as Clerk Pro Tempore for the evening's work session. Motion carried.

Mayor Cockrell announced that Vice Mayor Veitenthal would be participating in the meeting remotely due to a family member's medical condition requiring her care, which prevented her physical attendance, in accordance with Virginia Code § 51.5-40.

Roll Call by Clerk Pro Tempore

PRESENT:
- Mayor Lori A. Cockrell
- Councilwoman Melissa De-Domenico Payne
- Councilman Joshua L. Ingram
- Councilman H. Bruce Rappaport
- Councilman R. Wayne Sealock
- Councilman Glenn E. Wood
- Vice Mayor Veitenthal (remote participation)

OTHERS PRESENT:
- Town Manager Joe Petty
- Town Attorney George M. Sonnett, Jr.
- Clerk Pro Tempore Hillary Wilfong
- Various members of staff and the public

Downtown Front Royal, Inc. (DFRi) - Ms. Aders provided updates on recent activities and events. She reported that DFRi is continuing work on the 2025–2026 Mobilizing Main Street Program, an initiative led by the Virginia Department of Housing and Community Development (DHCD).

She noted that in July, DFRi hosted a Gazebo Party fundraiser with the goal of raising funds for the "LOVE" sign on Main Street. The event grossed $50,000. DFRi also applied for and was awarded the FY26 Virginia Main Street Community Vitality Grant in the amount of $15,000 to supplement funding for the sign project. Ms. Aders shared that the Farmers Market – "Farm to Market on Main" – is being held every Sunday from May through October at the John Marlow Gazebo. The market has grossed $9,000 from vendors so far this year and continues to grow. DFRi is exploring additional advertising opportunities to promote the Farmers Market.

She stated that DFRi is in its 18th month of their grant process, and the board members are actively attending meetings and networking with other localities and businesses. A survey of downtown businesses has been initiated and will be conducted on an ongoing basis. In July, DFRi implemented monthly reporting, which was shared with Council. This reporting will become mandatory if DFRi advances to the next level of the Main Street Program, which Ms. Aders stated will strengthen the board's business skills and data collection efforts.

As part of the Mobilizing Main Street Program, Main Street America will visit Front Royal at the end of August to tour downtown, conduct a community survey, and hold three community meetings—one for local government, one for business owners, and one for residents—to gather feedback. The outcome will be a Transformation Strategy for Front Royal, which is required for DFRi to advance in the program. Once dates are finalized, Ms. Aders will provide them to Council. Mayor

Cockrell asked if the Transformation Strategy is required to move forward in the program. Ms. Aders confirmed that it is, noting that additional requirements include a work plan, business inventory, and asset mapping.
Councilman Wood asked if the study area would be limited to downtown. Ms. Aders responded that the focus is downtown, but mapping is still in progress, extending to Chester Street and Peyton Street.

Ms. Aders also highlighted multiple grant opportunities discovered since joining the Mobilizing Main Street Program, including grants for sidewalks, crosswalks, and light fixtures. All are matching grants, and she encouraged the Town to consider potential partnerships with DFRi when drafting the budget. Councilwoman De-Domenico Payne asked if DFRi has a system for tracking funding and grants. Ms. Aders confirmed that they do. Council thanked Ms. Aders for her work and presentation.

<u>NEW BUSINESS</u>

<u>A. Clarifier Launder Covers – Wastewater Treatment Plant</u>

Michelle Campbell, Purchasing Manager, presented a request for Council to approve the purchase of two (2) Secondary Clarifier Launder Covers, including installation and an additional three-year warranty, from Sherwood Logan of Richmond, Virginia, as a sole source procurement in accordance with V.P.P.A. guidelines, in the amount of $99,700. Ms. Campbell stated that on Thursday, August 7, 2025, the Purchasing Department received a request from the Wastewater Treatment Plant to procure the clarifier covers. Installation will greatly inhibit algae growth, improve effluent turbidity values, reduce polymer chemical costs, and prevent recurring UV disinfection system damage caused by algae strands.

Council approved the request and agreed to add the item to the Consent Agenda for the August 25, 2025, meeting.

<u>B. E. Prospect Street Bridge Replacement – Engineering Services</u>

Michelle Campbell, Purchasing Manager, presented a request for Council to approve a task order with Mattern & Craig, Inc. for engineering services related to the replacement of the E. Prospect Street Bridge, in the amount of $135,700. A detailed Scope of Services outlining the proposed work and associated costs was provided for reference. Ms. Campbell noted that the project was partially funded through the VDOT Revenue Sharing Program, with costs shared equally (50/50) between VDOT and the Town. Staff will return to Council with a budget amendment to allocate the necessary funds to award a construction contract for the bridge.

Councilman Wood asked if funding was available in the budget for the bridge. Finance Director B.J. Wilson responded that funds had been set aside for this project a few years ago; however, additional funding was needed and subsequently secured from VDOT, bringing the project within budget guidelines. Councilman Wood also asked for clarification on the bridge structure. Mr. Wilson stated that the bridge will be replaced with the same model, per the engineer's design.

Council agreed to place this item under New Business for the August 25, 2025, meeting.

<u>C. Enterprise Resource Planning (ERP) Software-</u>

Finance Director B.J. Wilson, along with Ross DeFalle (participating via Teams from Berry Dunn), presented a request for Council to award a contract to Univerus Inc., a subsidiary of Blue Ocean Systems LLC, for enterprise resource planning software.
The proposed contract includes:

- Implementation & Professional Service Fees: $448,189.59 (one-time)
- Year 1 Subscription Fees: $218,996.00
- Total Year One Cost: $622,366.63
- Annual Subscription Fees (Years 2–5): $218,996.00 per year

Mr. Wilson explained that the Town's existing financial and utility billing software, originally installed in 2003 as Pentamation and now known as Central Square's Community & Finance Plus, was last upgraded in April 2016. Previous attempts to implement a newer Superion package in 2018 were unsuccessful, resulting in contract termination and a refund.

The Univerus contract does not include real estate and personal property tax billing, which will remain on the Town's current B.A.I. Municipal Software. However, Univerus has agreed to develop a custom program allowing tax payment receipting within its system, enabling the Town to use a single cashiering platform rather than the two currently in use.

Councilman Wood confirmed that the project was budgeted, and Mr. Wilson stated it is budgeted for the current year and will be in future budgets. Funding for implementation and professional services will cover installation, training, and conversion of existing Town data.

Mr. Wilson emphasized that the software would benefit staff without reducing staff levels, enhance citizen services through online payments, track water/energy usage, and assist with future asset management and projects such as net metering. Mr. DeFalle added that the software will revolutionize how the Town reports to Council and support data-driven decision-making.

Due to the financial nature of the request, this item will be placed under New Business for consideration at the August 25, 2025, Council Meeting.

<u>D. Enterprise Resource Planning Software Project Management-</u>
Finance Director B.J. Wilson, along with Mr. DeFalle, presented a request for Council to award a contract to Berry, Dunn, McNeil & Parker LLC (Berry Dunn) in the amount of $212,376.00 for project management and implementation assistance related to the Town's ERP project. The Town will utilize cooperative contracting through George Mason University for procurement. Berry Dunn previously assisted the Town in selecting the software vendor and is already familiar with both the chosen software and the Town's current processes.

Mr. Wilson stated that this was the first software conversion of this scale for the Town. Successful implementation will require extensive staff training, process changes, and the introduction of new procedures. As project manager, Berry Dunn will:

- Oversee project schedules
- Facilitate data conversion processes
- Identify opportunities for technical enhancements
- Identify and mitigate risks
- Oversee testing and training
- Provide go-live support

Councilman Rappaport asked if there would be an online forum with other localities using similar software. Mr. Wilson stated that Berry Dunn does not have such a forum, but Univerus has connected the Town with other localities.
Council agreed to place this item under New Business for the August 25, 2025, Council Meeting.

<u>E. Merchant Services-</u>
Finance Director B.J. Wilson updated Council on staff negotiations with Paymentus to provide merchant services for payment processing. He stated that Council will be requested to award a contract to Paymentus, whose system integrates with Univerus software to streamline in-person and online payments and provide automated bank reconciliations.

The method of procurement will be cooperative contracting. While Univerus can use other merchant service providers, some functionality may be lost. Mr. Wilson noted that most software providers require contracting with a specific merchant service vendor. Paymentus will collect contracted processing fees directly from payments, and the Town will not be billed for payment processing. Currently, the Town uses Heartland Payment Systems, which requires the Town to collect and pay processing fees. Mr. Wilson also explained that Paymentus will cover nearly all transactions, with the Town only needing to purchase terminals for credit card machines.

Council agreed to place this item under New Business for the August 25, 2025, Council Meeting.

F. Purdue Pharma Settlement Participation-
Town Attorney George Sonnett presented a request for Council to authorize the Town Manager to execute a participation and release form for the Town to be considered as a Participating Subdivision in the Governmental Entity & Shareholder Direct Settlement Agreement involving Purdue Pharma, L.P. and the Sackler Family. While the Town would not receive any direct funds—since distributions would go only to cities and counties—participation could allow the Town to have input on how settlement funds are used. Mr. Sonnett explained that local participation rates will determine whether the settlement proceeds and whether Virginia receives the maximum payment.

Mayor Cockrell referenced a previous settlement with spending stipulations but expressed support for proceeding.

Council agreed to place this item under Consent for the agenda for the August 25, 2025, Council Meeting.

CLOSED MEETING CERTIFICATION
Councilman Wood moved, seconded by Councilman Sealock, that to the best of each member's knowledge, as recognized by each Council member's affirmative vote, 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.
Vote by Roll Call:

- Yes – Councilmembers Wood, Sealock, Rappaport, Ingram, De-Domenico Payne, Veitenthal (remote)
- No – None
- Absent – None
- Abstain – None

Councilwoman De-Domenico Payne moved, seconded by Councilman Wood, 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 Virgia 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.
Vote by Roll Call:

- Yes – Councilmembers Wood, Sealock, Rappaport, Ingram, De-Domenico Payne, Veitenthal (remote)
- No – None
- Absent – None
- Abstain – None

ADJOURNMENT
The meeting adjourned at approximately 9:12 p.m.

Approved by Town Council

Date: 8/25/25