The regular meeting of the Town Council of the Town of Front Royal, Virginia was held on November 12, 2019, in the Warren County Government Center's Board Meeting Room. Mayor Elect Tewalt led Council and those attending in the Pledge of Allegiance to the flag and a Moment of Silence. The roll was called at 7:00 p.m.

PRESENT: Mayor Elect Eugene R. Tewalt
Councilman Gary L. Gillispie
Councilman Chris W. Holloway
Councilman Jacob L. Meza
Councilman Eugene R. Tewalt
Councilman Letasha T. Thompson
Vice Mayor William A. Sealock *(telephonically)*
Town Attorney Douglas W. Napier
Interim Town Manager Matthew A. Tederick
Clerk of Council Jennifer E. Berry, MMC

(The above listed members represent the full body of Council as authorized in the Town Charter.)

Recognize Temporary Mayor-Elect as Temporary Mayor

Councilman Gillispie moved, seconded by Councilman Holloway, that Town Council appoint and recognize Mayor-Elect Eugene R. Tewalt as Mayor pro tempore of the Front Royal Town Council for the Regular Meeting of Front Royal Town Council on November 25, 2019, and for such additional and further Meetings and times that as his services as such Mayor pro tempore may be needed.

Vote: Yes – Gillispie, Holloway, Meza, Sealock, Tewalt and Thompson
No – N/A
Abstain – N/A
Absent – N/A

BY ROLL CALL

Councilman Gillispie moved, seconded by Councilman Holloway, that Council approve the Regular Council Meeting minutes of November 12, 2019 as presented.

Vote: Yes – Gillispie, Holloway, Meza, Sealock, Tewalt and Thompson
No – N/A
Abstain – N/A
Absent – N/A

RECEIPT OF PETITIONS OR CORRESPONDENCE FROM THE PUBLIC

Michelle Smeltzer, of 6 Morain Street, noted that the Rotary Club of Warren County wished to announce the Free Letters of Santa were back in the community. She stated that Felicia Hart, with the Town had brought the program forward once again and Rotary was very grateful. Ms. Smeltzer stated that Rotary has personalized over 400 letters to children in the community and the forms were available online and at Town Hall, as well as at C&C ice cream and other locations in the county. She stated that Santa will work on the letters and return responses to area children prior to Christmas.

Janice Hart, of 1120 Ashby Street, presented the following:

Tonight I wanted to make a different kind of a comment and hope that you all will take it in the sincere context that it is brought to you.
Thanksgiving is just 3 days away. My church challenges the congregation every year to make a list each day in November of the blessing in your life and for the things that we are grateful for. It's easy to say home, family and friends. This year I challenged myself to look outside that usual box and broaden my list to include community.

I'd like to start with this Council, Mayor–elect and our interim Town manager as well as our legal counsel and our clerk of court. The Council works hard to carry on the business of running our Town. Their job, for a minuscule pay, is not an easy one. You listen to allot of criticism both in this room and out in the community. Your meals in public places are interrupted with citizens that don't mean to but they want you to hear them out. Your phones ring too early in the morning and far late into the night. Your opinions and votes are not always popular with the community. And I know some weeks in these meetings it sounds like, looks like and feels like you are challenged at every turn. I just wanted to say that I am grateful that we have a council that takes the time to listen to the publics' opinion. And while you might not agree, you take their opinions in a professional manner and do your best to correct any wrong ideas or misinformation. I am grateful that anyone of you is accessible by phone, email and even in person to talk about issues and concerns that citizens have. And for that I say thank you.

I am grateful for a Town hall staff that is always professional and willing to serve its citizens whether it be silly questions, FOIA requests, questions answered on procedures or the process of our government and how it works. We have folks that have been on staff for 20 plus years and I think that speaks volumes about their dedication to the job and the community they serve. And although we have lost some terrific employees, they made their positive marks on our community and served us well before moving on to sometimes bigger and better opportunities. And for this I am grateful.

I am so blessed to have worked for a Police Department that serves this community in a professional manner, always looking out for the citizens it serves, no matter the weather, no matter the time of day or night, no matter the call. And much of the time when an employee is called a hero, they will humbly tell you – "just doing my job". I will always love my family in blue and do not hesitate to help out anyway that I can. I think we have a top notch department and each of us here should be grateful for the men and women in blue who put their lives on the line every day, who leave their families to go out and protect ours. And for this I am forever grateful.

I am grateful for every Town employee. They are a blessing as they work in all kinds of weather to hang decorations, to plow the snow, to replace waterlines that never break in warm weather, but always the coldest times. We are blessed to have employees on call to keep the lights on, the heat on and the water flowing.

As we all sit down to our Thanksgiving tables this week, think about what a wonderful town we live in and are blessed to be a part of. Be grateful for people who take the time out of their busy lives to help this community be the wonderful place it is to live work and play. Happy Thanksgiving everyone.

Mr. Tederick noted that holiday season had a lot of activity in the community:

- He stated that the 2019 parade would be Saturday Nov 30th with many vendors and other events along the gazebo area and Main Street;
- He announced that Small Business Saturday will be this Saturday as well;
- He stated that the Town Business Offices will be closed on Thursday and Friday this week and refuse/recycling will be rescheduled;
- He noted that the Board of Architectural Review and the Urban Forest Advisory Commission was taking applications at this time;
- He announced that the AMP Scholarships were available to the community and the application information is available online.

Brandon Davis, the Executive Director of the Northern Shenandoah Valley Regional Commission, noted that the NSVRC continued their recycling efforts by hiring an engineering feasibility analysis data expert in order to possibly determine a regional recycling option. He added that they are looking to partner with the Inland Port and other area partners as well. Mr. Davis explained that the spotted lantern fly was first seen in Winchester and then Clarke County and the pest is hosted on the tree of heaven. He stated that it affects the wine industry, as well as area apple and peach trees. Mr. Davis stated that the inspection costs that affect area businesses is something that was brought forward by the Town's Community Development Director, Felicia Hart, and the NSVRC is working to spearhead the efforts with the Virginia Department of Agriculture with the area wine industry in the region.

Councilman Gillispie wished the community a Happy Thanksgiving.

Mayor Tewalt noted that he would be taking the oath of office for Mayor tomorrow at 2 p.m. and then his Mayor title would be official. He wished everyone a Happy Thanksgiving.

Mayor Tewalt asked if there were any proposals for additions or deletions to the agenda.

Mr. Napier noted that he would recuse himself from any questions or issues pertaining to the matter of Heptad on the Consent Agenda. He stated that he owns a small portion of the business.

CONSENT AGENDA ITEMS – (ROLL CALL VOTE REQUIRED)

A. COUNCIL APPROVAL – Request to Waive Christmas Tree License Tax – Rivermont Church
B. COUNCIL APPROVAL – HEPTAD Request for One-Year Extension for Development Plan
C. COUNCIL RE-APPOINTMENT – Urban Forestry Advisory Commission - Hulse

Councilman Holloway moved, seconded by Councilman Meza that Council approve the consent agenda as presented.

Vote: Yes – Gillispie, Holloway, Meza, Sealock, Tewalt and Thompson
No – N/A

Abstain – N/A
Absent – N/A

BY ROLL CALL

PUBLIC HERING – Receive Public Comments/Concerns and Approve an Ordinance to Vacate an Alley Between 303 and 311 Brown Avenue – Donnie Atkins ***(1st Reading)***
Summary: Council is requested to receive comments and concerns from the public and approve an Ordinance pertaining to a request from Donnie Atkins, 303 Brown Avenue for a proposed vacation of approximately a 12.5' x 107' alley located between 303 and 311 Brown Avenue. The approval is contingent upon utility easements and a Hold Harmless Agreement if a proposed fence is installed.

Mayor Tewalt opened the public hearing. As no one came forward to speak, the public hearing was closed.

Councilman Holloway moved, seconded by Councilman Thompson, that Town Council Town Council affirm on its first reading an ordinance to conditionally vacate an unimproved alley that is 12.5' x 107' located between 303 and 311 Brown Avenue, contingent upon required utility easements and a signed Hold Harmless Agreement if a fence is installed.

Vote: Yes – Gillispie, Holloway, Meza, Sealock, Tewalt and Thompson
No – N/A
Abstain – N/A
Absent – N/A

COUNCIL APPROVAL – An Ordinance to Amend and Re-enact Town Code Section 180-185 to Renew a Franchise Agreement for Public Passenger Bus Service ***(2nd Reading)***
Summary: Council is requested to adopt on its second and final reading an ordinance to amend and re-enact Town Code Section 180-185 to renew a Franchise Agreement for Public Passenger Bus Service (aka Front Royal Trolley Service), as presented. Upon final approval the Franchise will be for a five (5) year term.

Councilman Holloway moved, seconded by Councilman Thompson that Council adopt on its second and final reading an ordinance to amend and re-enact Town Code Section 180-185 to renew a Franchise Agreement for Public Passenger Bus Service, as presented.

Vote: Yes – Gillispie, Holloway, Meza, Tewalt and Thompson
No – N/A
Abstain – N/A
Absent – N/A

COUNCIL APPROVAL – Budget Amendment for Energy Services Department provided to Shentel
Summary: Council is requested to approve a FY20 Budget Amendment in the amount of $150,000 for funds that will be reimbursed to the Town by Shentel for materials and work performed by the Energy Services Department.

Councilman Holloway moved, seconded by Councilman Meza, that Council approve a FY20 Budget Amendment in the amount of $150,000 for funds that will be reimbursed to the Town by Shentel for materials and work performed by the Energy Services Department.

Vote: Yes – Gillispie, Holloway, Meza, Sealock, Tewalt and Thompson
No – N/A
Abstain – N/A
Absent – N/A

Budget Amendment – EDA Civil Suit Attorney Fees & Auditing Services
Summary: Council is requested to approve a budget amendment in the amount of $282,800 to allocate funds to be used for attorney fees and auditing services related to the Town's civil suit against the Front Royal-Warren County Economic Development Authority (EDA). The funds are requested to be transferred from FY19 & FY20 budgeted debt service payments to the EDA for Success Farm, Baugh Drive Extension, Happy Creek Technology Park, Stephens Industrial Park, & Leach Run Parkway.

Councilman Meza moved, seconded by Councilman Thompson, that Council approve a budget amendment in the amount of $282,800 for attorney fees and auditing services related to the Town's civil suit against the Front Royal-Warren County Economic Development Authority (EDA). He further moved that Council approve the transfer of funds from FY19 & FY20 budgeted debt service payments to the EDA for Success Farm ($10,370) Baugh Drive Extension ($6,535), Happy Creek Technology Park ($6,845), Stephens Industrial Park ($11,725), & Leach Run Parkway ($105,925).

Councilman Meza clarified that this approval allowed Council to use funds that the Town had previously accrued.

Vote: Yes – Gillispie, Holloway, Meza, Sealock, Tewalt and Thompson
No – N/A
Abstain – N/A
Absent – N/A

BY ROLL CALL

COUNCIL APPROVAL - Auditing Services Related to Litigation
Summary: Council is requested to approve payment to Mitchell & Company PC for auditing services to support litigation in the Town's civil lawsuit against the Front Royal-Warren County Economic Development Authority (EDA) for an amount up to $45,000.

This request for payment is in compliance with the Town's procurement policy as a contract modification. The original contract for auditing services was competitively bid and awarded to Mitchell & Company during Council's April 25, 2016 Regular Meeting.

Per the Virginia Public Procurement Act (V.P.P.S) § 2.2-4344 Exemptions from competition for certain transactions, "The purchase of legal services, provided that the pertinent provisions of Chapter 5 (§ 2.2-500 et seq.) remain applicable, or expert

witnesses or other service associated with litigation or regulatory proceedings."

Councilman Gillispie moved, seconded by Councilman Holloway that Council move that Council approve payment of an amount up to $45,000 to Mitchell & Company PC for auditing services to support litigation in the Town's civil suit against the Front Royal-Warren County Economic Development Authority (EDA).

Councilman Meza noted that half of the approved amount had already been spent, and this is a service to review all of the Town's records related to the financial entries pertaining to the EDA.

Vote: Yes – Gillispie, Holloway, Meza, Sealock, Tewalt and Thompson
No – N/A
Abstain – N/A
Absent – N/A

BY ROLL CALL

COUNCIL APPROVAL Legal Fees for Litigation on EDA Civil Suit
Summary: Council is requested to approve payment to Damiani & Damiani for legal services related to the Town's civil suit against the Front Royal-Warren County Economic Development Authority (EDA) not to exceed $200,000.
Per the Virginia Public Procurement Act (V.P.P.S) § 2.2-4344 Exemptions from competition for certain transactions, "The purchase of legal services, provided that the pertinent provisions of Chapter 5 (§ 2.2-500 et seq.) remain applicable, or expert witnesses or other service associated with litigation or regulatory proceedings."

Councilman Holloway moved, seconded by Councilman Meza, that Council approve payment not to exceed $200,000 to Damiani & Damiani for legal services related to the Town's civil suit against the Front Royal-Warren County Economic Development Authority (EDA).

Councilman Meza noted that these are the attorneys the Town has retained to evaluate the audit Mitchell & Company performed for the Town, and this is a new cost pertaining to the EDA lawsuit matters.

Vote: Yes – Gillispie, Holloway, Meza, Sealock, Tewalt and Thompson
No – N/A
Abstain – N/A
Absent – N/A

BY ROLL CALL

COUNCIL APPROVAL - Payment to Vendors for Police Department Project
Summary: The Front Royal Town Council was informed by the Front Royal-Warren County Economic Development Authority (EDA) that Front Royal qualified for the New Market Tax Credit Program. Based upon this information, the Front Royal Town Council authorized and proceeded with the construction of the Front Royal Police Department (FRPD); furthermore, the EDA would facilitate the New Market Tax Credit Program on behalf of the Town of Front Royal in order to construct the FRPD.

After the fact, the Town of Front Royal was notified that the Town of Front Royal did not qualify for the New Market Tax Credit Program for the construction of the FRPD; therefore, the EDA funded construction using conventional financing. On November 15, 2019, the Town of Front Royal was provided a letter from the EDA that the EDA will hold payment requisitions related to the Police Department Project until the Town of Front Royal pays the disputed principal and interest due on the project.

In order to complete the FRPD and not further penalize contractors and vendors, Council is requested to approve payments to Dustin Construction, Moseley Architects, & JTS LLC totaling $492,284.34 using Town of Front Royal funds previously budgeted for the Police Department Project.

Staff shall obtain signed waiver of lien from Dustin Construction prior to release of payment. Waiver of lien shall document original contract amount including change orders less previous net billings and amount of current payment due.

Councilman Meza moved, seconded by Councilman Gillispie that Council move that without waiving any right or causes of action, the Town has with respect to any party or outstanding lawsuit the Town may have, which rights and causes of action the Town expressly reserves, he moved that Council approve the payment of $492,284.34 to vendors Dustin Construction, Moseley Architects and JTS LLC for construction of the Police Department Project. He further moved that Council approve using funds previously budgeted for the Police Department Project and release payment to Dustin Construction after signed waiver of lien is obtained.

Councilman Meza clarified that the summary read by Ms. Berry was important, as it pointed out that the EDA was choosing to withhold payment from the contractor while the Town and the EDA determined the details. He noted that the Town does not wish to hold the payments hostage and the Town has elected to pay the amounts to the contractors in order to release those companies and finalize the companies payment amounts.

Vote: Yes – Gillispie, Holloway, Meza, Sealock, Tewalt and Thompson
No – N/A
Abstain – N/A
Absent – N/A

BY ROLL CALL

COUNCIL APPROVAL – Request for Water and Sewer from Equus Capital Partners, LTD in Route 340/522 Corridor on Winchester Road

Summary: Council is requested to approve the request for water and sewer from Equus Capital Partners LTD in Route 340/522 Corridor on Winchester Road. The Warren County Board of Supervisors approved a resolution requesting the Town provide water and sewer service to the property on November 6, 2019.

Councilman Meza moved, seconded by Councilman Thompson, move that Council approve the request for water and sewer from Equus Capital Partners LTD in Route 340/522 Corridor on Winchester Road.

Councilman Thompson announced that the company would bring about 50-100 jobs in the area. Councilman Gillispie pointed out that the water and sewer in the Corridor is already accounted for.

Vote: Yes – Gillispie, Holloway, Meza, Sealock, Tewalt and Thompson
No – N/A
Abstain – N/A
Absent – N/A

BY ROLL CALL

CLOSED MEETING - PERSONNEL

Motion to Go Into Closed Meeting

Councilman Holloway moved, seconded by Councilman Meza, that Town Council convene and go into Closed Meeting for Discussion and consideration of performance, demotion, salaries, disciplining, or resignation of specific public officers, appointees, or employees of Town Council, pursuant to Section 2.2-3711. A. 1.of the Code of Virginia.

Vote: Yes – Gillispie, Holloway, Meza, Sealock, Tewalt and Thompson
No – N/A
Abstain – N/A
Absent – N/A

Motion to Certify Closed Meeting at its Conclusion

Councilman Thompson moved, seconded by Councilman Meza, that Town 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.

Vote: Yes – Gillispie, Holloway, Meza, Sealock, Tewalt and Thompson
No – N/A
Abstain – N/A
Absent – N/A

BY ROLL CALL

There being no further business, the Vice Mayor declared the meeting adjourned at 8:10 p.m.

APPROVED:

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Jennifer E. Berry
Clerk of Council