# COUNTY OF HENRICO, VIRGINIA BOARD OF SUPERVISORS REGULAR MEETING February 23, 2016

The Henrico County Board of Supervisors convened a regular meeting on Tuesday, February 23, 2016, at 7:00 p.m. in the Board Room, Administration Building, Henrico County Government Center, Parham and Hungary Spring Roads, Henrico County, Virginia.

#### Members of the Board Present:

Tyrone E. Nelson, Chairman, Varina District Richard W. Glover, Vice Chairman, Brookland District Thomas M. Branin, Three Chopt District Patricia S. O'Bannon, Tuckahoe District Frank J. Thornton, Fairfield District

#### Other Officials Present:

John A. Vithoulkas, County Manager
Joseph P. Rapisarda, Jr., County Attorney
Michael L. Wade, Sheriff
Barry R. Lawrence, CMC, Assistant to the County Manager/Clerk to the Board
Joseph P. Casey, Deputy County Manager for Administration
Timothy A. Foster, Deputy County Manager for Community Operations
Douglas A. Middleton, Deputy County Manager for Public Safety
Randall R. Silber, Deputy County Manager for Community Development

Mr. Nelson called the meeting to order at 7:01 p.m. and led recitation of the Pledge of Allegiance.

Reverend Janet James, Pastor of Gayton Kirk Presbyterian Church, delivered the invocation.

On motion of Mrs. O'Bannon, seconded by Mr. Branin, the Board approved the minutes of the February 9, 2016, Regular and Special Meetings.

The vote of the Board was as follows:

Yes: Nelson, Glover, Branin, O'Bannon, Thornton

No: None

### **MANAGER'S COMMENTS**

County Attorney Joe Rapisarda has been invited to join a prestigious group of over 100 lawyers, judges, professors, and legislators throughout the Commonwealth of Virginia in its mission to improve the quality of civil justice in Virginia by study, discussion, and consensus. Begun over 20 years ago as a small, informal group of attorneys interested in law reform, the Boyd-Graves Conference has grown in structure and membership that is by invitation only. The conference is governed by a steering committee and chair and meets annually to develop recommendations to the Supreme Court of Virginia or the General Assembly for improvements to Virginia's law on civil procedure. Mr. Vithoulkas characterized Mr. Rapisarda as one of the nation's best county attorneys and congratulated him for receiving this honor.

### **BOARD OF SUPERVISORS' COMMENTS**

There were no comments from the Board of Supervisors.

### **RECOGNITION OF NEWS MEDIA**

Mr. Nelson welcomed Debbie Truong and Elliott Robinson from the *Richmond Times-Dispatch*. He noted Mr. Robinson is a new reporter who will be covering Henrico County.

### **PUBLIC HEARING ITEMS**

47-16 Resolution – Amendments to the FY 2015-16 Annual Fiscal Plan: February, 2016.

No one from the public spoke in opposition to this item.

On motion of Mrs. O'Bannon, seconded by Mr. Thornton, and by unanimous vote, the Board approved this item – see attached resolution.

Resolution – Authorizing and Providing for the Issuance and Sale of not to Exceed Ninety-Eight Million Dollars (\$98,000,000) Aggregate Principal Amount of Water and Sewer System Revenue Bonds, of the County of Henrico, Virginia, for the Purpose of Financing the Costs of Acquisition, Construction, Reconstruction, Improvement, Extension and Enlargement of the County's Water and Sewer System, Including Without Limitation, the Cobbs Creek Reservoir Project, and not to Exceed Seventy-Five Million Dollars (\$75,000,000) Aggregate Principal Amount of Water and Sewer System Revenue Bonds of the County of Henrico, Virginia, for the Purpose of Refunding One or More Outstanding Series of Water and Sewer System Revenue Bonds of the County.

Eugene Walter, Director of Finance, responded to questions from Mr. Glover.

No one from the public spoke in opposition to this item.

On motion of Mr. Glover, seconded by Mrs. O'Bannon, and by unanimous vote, the Board approved this item – see attached resolution.

### **PUBLIC COMMENTS**

There were no comments from the Public.

### **GENERAL AGENDA**

49-16 Resolution - Signatory Authority - Amendment to Memorandum of Understanding - 4060 Innslake Drive - Three Chopt District.

On motion of Mrs. O'Bannon, seconded by Mr. Thornton, and by unanimous vote, the Board approved this item – see attached resolution.

50-16 Resolution - Award of Contract - Water Reclamation Facility Pavement Repair and Replacement - Varina District.

Art Petrini, Director of Public Utilities, responded to questions from the Board.

On motion of Mr. Glover, seconded by Mr. Branin, and by unanimous vote, the Board approved this item – see attached resolution.

51-16 Resolution - Signatory Authority - Development Agreement - Broad Street Bus Rapid Transit Project.

Todd Eure, Transportation Development Division Director, responded to a number of questions from the Board regarding the proposed agreement and project, which will include a rapid transit bus route from Willow Lawn to Rocketts Landing along Broad and Main Streets. There was lengthy discussion by the Board of a concern expressed by Mr. Glover that this route will duplicate an existing GRTC Transit System bus line that stops at Willow Lawn. Mr. Glover also raised concerns pertaining to the capital and operating costs the County will incur for a route that will only extend a couple of blocks into Henrico. Mr. Nelson presented the view that many residents of both eastern and western Henrico who live beyond Rocketts Landing and Willow Lawn will benefit from the new service. In response to one of Mr. Glover's concerns, Mr. Vithoulkas advised the Board he will seek certitude from GRTC that the existing local bus stop at Willow Lawn can be moved once the bus rapid transit route is established with a bus stop on Broad Street.

Mr. Glover made a motion to defer this item for 60 days. He subsequently withdrew his motion and seconded a motion by Mr. Branin to defer the item 30 days to the March 22, 2016, meeting to give the Board time to review

bus stop locations as well as the cost and duplication of service. Mr. Branin's motion was not approved, with Mrs. O'Bannon, Mr. Nelson, and Mr. Thornton voting no – see attached resolution.

On motion of Mrs. O'Bannon, seconded by Mr. Thornton, and by majority vote with Mr. Glover and Mr. Branin voting no, the Board approved this item - see attached resolution.

52-16 Resolution - Acceptance of Roads - Brookland, Fairfield, Three Chopt and Varina Districts.

On motion of Mr. Glover, seconded by Mr. Thornton, and by unanimous vote, the Board approved this item – see attached resolution.

There being no further business, the meeting was adjourned at 8:16 p.m.

Chairman, Board of Supervisors

Henrico County, Virginia

Agenda Title: RESOLUTION - Amendments to the FY2015-16 Annual Fiscal Plan: February, 2016

For Clerk's Use O Date: 2 33 (1) Approved (1) Denied (1) Amended (1) Deferred to:	200	ed by (1) D' BOU	NMAN	ERVISORS AC Seconded by (1)	Thom ))\\/	tn	Branin, T. Cinvey, R. Nelson, T. O'Bannon, P. Thornton, P.	YES N	O OTHER
		Supervisors of the der proposed amount							
WHEREAS, t	hose citizens	who appeared as	nd wished	to speak we	re heard.				
		IT RESOLVED							
Department 12	GENERAL I 2 - Police – <u>Administra</u> To approp	riate funding in that occurred in	order to	cover overti				\$	212,000
12036 3212 00000	To appropi (SCAN).	reach Programs riate funding in o These funds will County. Funds	help estal	blish and ma	intain a chil	d advocacy	center /		55,000
		Total Police						\$	267,000
Department 13 13150 0000 00000	<ul> <li>Field Operation</li> <li>To appropriate</li> </ul>	riate funding in that occurred in						\$	132,000
By Agency Head _	Eugen	Muble	- Osk	By County M	anager	25	S	4	<u></u>
Routing: Yellow to:				Certified: A Copy Teste:	Cle	rk, Board of Su	pervisors		
Conv.to:				Date:				_/	

Agenda No. 47-16
Page 2 of 6

Department 16 - General Services  16211 - Maintenance & Custodial  16212 - Security	\$ 725,000 2,500
O000 00000 To appropriate funding in order to cover overtime and snow removal costs associated with the snowstorm that occurred in January. Funds are to come from the fund balance in the General Fund.  Total General Services	\$ 727,500
Department - 24 - Public Health  24001 - Public Health  0000 00000 To appropriate funding to cover Henrico's 45% share of the increased funds provided to Henrico's Public Health department by the State in the current fiscal year. This funding will come from the fund balance of the General Fund.	\$ 171,635
Department 28 - Public Works  28002 - Road Maintenance  0000 00000 To appropriate funding in order to cover overtime and snow removal costs associated with the snowstorm that occurred in January. Funds are to come from the fund balance in the General Fund.	\$ 3,000,000
Department 30 - Economic Development  30001 — Economic Development  0000 00000 — White Oak Technology Park  To appropriate funding to satisfy an approved performance agreement that allowed the extension of a road at White Oak Technology Park. This payment may be the first of three such payments per the agreement. Funds are to come from the fund balance in the General Fund.	\$ 200,000
Total GENERAL FUND	\$ 4,498,135
FUND 1102 - SPECIAL REVENUE FUND - State and Federal Grants - County  Department 02 - Public Library  02001 - Public Services  0000 08282 - Library - Snead Donation  To appropriate a donation received from the estate of Edwin S. Snead, III. Mr.	\$ 10,000
Snead passed away on February 15, 2015, and he included in his will a donation to the Dumbarton Library. Since the Libbie Mill Library has replaced the Dumbarton Library and serves the same patrons, this donation is to be used for the purchase of books and materials at the new library.	
Department 05 - Commonwealth's Attorney  05002 - Victim/Witness  0000 08068 - FY2016 Victim Witness Program  To appropriate additional Federal funding received from the Department of Criminal Justice Services, Virginia Domestic Violence Victim Fund grant program. Funding will be used for part-time personnel expenditures.	\$ 56,098

Agenda No. 47-16
Page 3 of 6

Department 07 - Juvenile/Domestic	: Relations District Court
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07004 - VJCCCA - Probation 2406 08070 FY2015-16 - VJCCCA

\$ 17,505

To appropriate additional State revenue received from the Virginia Department of Juvenile Justice for Home Based Services.

### Department 12 - Police

12800

- Grants

0000 00033 - Police - DMV Animal Friendly Plates

\$ 7,324

The Commonwealth of Virginia, Department of Motor Vehicles (DMV) has awarded the County of Henrico \$7,324 from the Dog and Cat Sterilization Fund as a result of the sale of State Animal Friendly license plates in Henrico County during fiscal year 2014-15. Funds will be used to support sterilization programs for dogs and cats through a donation to CARE (Cat Adoption and Rescue Efforts).

### 0000 05198 - Spay and Neuter Foundation

482

The Commonwealth of Virginia, Department of Taxation, has awarded the County of Henrico, \$482, which was designated by Henrico citizens who voluntarily donated funds to the Spay and Neuter Foundation on their Virginia tax return. Funds will be used to support sterilization programs for dogs and cats through a donation to the local SPCA.

#### 0000 08281 - EBMJAG-16

10,000

To appropriate funding of \$9,500 from the Edward Byrne Memorial Justice Assistance Grant Program. These funds will be used to translate thirty-three brochures into Spanish and will allow the Division to advertise Police Officer positions in historically black colleges and universities and African-American newspapers. The County's required 5% match, \$500, will come from the fund balance in the General Fund via an interfund transfer to the Special Revenue Fund.

#### Total Police

\$ 17.806

#### Department 13 - Fire

13800 – Grants

### 0000 08219 - Hopewell Region - Trailer/Sheltering Equipment

\$ 1,366

To appropriate funding from the Virginia Department of Emergency Management. These Federal funds are pass-through from the U.S. Department of Homeland Security (DHS) Federal Emergency Management Agency (FEMA) and are being administered by the Commonwealth. Funds will be used to purchase additional sheltering supplies and wristbands for the SWAP Phoenix registration system. No local match is required.

Agenda No. 47-16 Page 4 of 6

### 0000 08274 - RSAF - Ambulance

125,103

To appropriate funding received from the Virginia Office of Medical Services (OEMS) through the Rescue Squad Assistance Fund (RSAF) Grant Program. This funding will supplement the purchase of a new ambulance. This grant requires a 50% in-kind local match, which will be met through the Division of Fire's Vehicle Replacement Reserve.

**Total Fire** 

\$ 126,469

### Department 22 - Social Services

22106

- AFDC - Foster Care

1302 00000 - Purchase of Services

100,000

To increase the County allocation to the estimated level of need for state and federally mandated Title IV-E Foster Care Program expenditures. This increase in appropriation is funded with \$50,000 of State (50%) and \$50,000 of Federal (50%) funds. The total appropriation for this program in fiscal year 2015-16 will be \$1,400,000 after this addition. No County matching funds are required.

#### 22604

- Auxiliary Grants Aged

1302 00000 - Purchase of Services

20,000

The Commonwealth of Virginia, Department of Social Services, has awarded the County of Henrico, an additional \$16,000, in State funding for fiscal year 2015-16, to fund State and Federal mandated auxiliary grant expenditures for the aged. The County's required 20% match, \$4,000, will come from the fund balance in the General Fund and is included in the \$20,000 total.

22606

- Auxiliary Grants Disabled

1302 00000 - Purchase of Services

45,000

The Commonwealth of Virginia, Department of Social Services, has awarded the County of Henrico, an additional \$36,000, in State funding for fiscal year 2015-16, to fund State and Federal mandated auxiliary grant expenditures for the disabled. The County's required 20% match, \$9,000, will come from the fund balance in the General Fund and is included in the \$45,000 total.

**Total Social Services** 

165,000

#### Department 28 - Public Works

28007

- Environmental

1221 00000 - Watershed Program

\$ 800,000

To appropriate revenue paid, but not yet appropriated, into the County's Watershed Program. This fund is used for stream restoration, bank stabilization, buffer establishment, and obstruction removal. projects include restoration work at Dunncroft Park, Belmont Golf Course, and the Woodman Road Park.

Total Fund 1102 - Special Revenue Fund-State/Fed Grants-County

1,192,878

FUND 1113 - SPECIAL REVENUE FUND - Forfeitures Commonwealth's Attorney State		
Department 05 – Commonwealth's Attorney		
05001 – Commonwealth's Attorney		
0000 00000 - Forfeitures - Commonwealth's Attorney - State	\$	1,093
Law enforcement special funds which have been received by the County of		
Henrico, and heretofore not appropriated for expenditure, are to be used by the		
Commonwealth's Attorney for law enforcement projects as determined and		
approved by the County Manager or his designee.		
Total SPECIAL REVENUE FUND	<u>\$</u>	1,193,971
Total OPERATING FUNDS	\$	5,692,106
CAPITAL FUNDS		
FUND 2101 - General Capital Projects Fund		
Department 28 - Public Works		
28004 – Construction		
0000 08221 - Belmont Golf Course/SLAF Grant	\$	176,563
To appropriate funding of \$176,563 received from the State Department of		
Environmental Quality's Stormwater Local Assistance Funds (SLAF). These	•	
funds will be used to restore a portion of North Run and Upham Brook. This		
project will utilize natural stream design to stabilize approximately 2,000 feet		
of severely eroding stream bank. The total cost of this project is \$850,000 and		
the remaining balance will be funded from Watershed Program funds. No		
local match is required.		
0000 08222 - Hungary Creek Stream Restoration/SLAF Grant	\$	183,562
To appropriate funding of \$183,562 received from the State Department of		
Environmental Quality's Stormwater Local Assistance Funds (SLAF). These		
funds will be used to restore approximately 2,000 feet of Hungary Creek and		
the rehabilitation of the adjacent sanitary sewer. The total cost of this project		
is \$882,571 and the remaining balance will be funded from Watershed		
Program funds. No local match is required.		
0000 08276 - St. Clair Lane Sidewalk	\$	373,500
To appropriate funding from the State Department of Transportation to install		
2,310 feet of sidewalk along the north side of St. Clair Lane from		
Mechanicsville Turnpike to 350 feet east of Hartman Street. The total		
estimate for this project is \$752,000. VDOT will reimburse up to 50% of		
project costs under their Revenue Sharing Program. The remaining balance		
will be covered with existing non Gas Tax capital funding.		
	_	
0000 08277 - Watts Lane Sidewalk	\$	56,500
To appropriate funding from the State Department of Transportation to install		
545 feet of sidewalk along the east side of Watts Lane from Laburnum Avenue		
to 540 feet south of Laburnum Avenue. The total estimate for this project is		
\$127,000. VDOT will reimburse up to 50% of project costs under their		
Revenue Sharing Program. The remaining balance will be covered with		
Con Tour and the Line Aline		

existing non Gas Tax capital funding.

### Agenda No. 47-16Page 6 of 6

56,500

46,000

131,000

\$

\$

\$

### COUNTY OF HENRICO, VIRGINIA BOARD OF SUPERVISORS MINUTE

### 0000 08278 - Old Nuckols Road Sidewalk

To appropriate funding from the State Department of Transportation to install 420 feet of sidewalk along the south side of Nuckols Road from Old Nuckols Court to 90 feet east of New Haven Court. The total estimate for this project is \$127,000. VDOT will reimburse up to 50% of project costs under their Revenue Sharing Program. The remaining balance will be covered with existing non Gas Tax capital funding.

### 0000 08279 - North Ridge Road Sidewalk

To appropriate funding from the State Department of Transportation to install 110 feet of sidewalk along the west side of North Ridge Road from 300 feet south of Ridge Road to 410 feet south of Ridge Road. The total estimate for this project is \$107,000. VDOT will reimburse up to 50% of project costs under their Revenue Sharing Program. The remaining balance will be covered with existing non Gas Tax capital funding.

### 0000 08280 - Glenside Drive Sidewalk

To appropriate funding from the State Department of Transportation to install 1,400 feet of sidewalk along the north side of Glenside Drive from Bethlehem Road to Flagstaff Lane. The total estimate for this project is \$267,000. VDOT will reimburse up to 50% of project costs under their Revenue Sharing Program. The remaining balance will be covered with existing non Gas Tax capital funding.

Total Public Works

Total CAPITAL PROJECTS FUND

Total Amendments/Appropriations

\$ 1,023,625
\$ 1,023,625
\$ 6,715,731

**COMMENTS:** The Director of Finance recommends approval of this Board paper, and the County Manager concurs.



Agenda Item No. 4 % 10Page No. 1 of 1

Agenda Title: RESOLUTION – Authorizing and Providing for the Issuance and Sale of not to Exceed Ninety-Eight Million Dollars (\$98,000,000) Aggregate Principal Amount of Water and Sewer System Revenue Bonds, of the County of Henrico, Virginia, for the Purpose of Financing the Costs of Acquisition, Construction, Reconstruction, Improvement, Extension and Enlargement of the County's Water and Sewer System, Including Without Limitation, the Cobbs Creek Reservoir Project, and not to Exceed Seventy-Five Million Dollars (\$75,000,000) Aggregate Principal Amount of Water and Sewer System Revenue Bonds of the County of Henrico, Virginia, for the Purpose of Refunding One or More Outstanding Series of Water and Sewer System Revenue Bonds of the County

For Clerk's Use Only:  Date: 2 23 2010  ( ) Approved ( ) Denied ( ) Amended ( ) Deferred to:	BOARD OF SUPERVISORS ACTION  Moved by (1) Seconded by (1) Earny (2)  REMARKS: (2) (2)	YES NO OTHER  Branin, T Glover, R Nelson, T O'Bannon, P Thornton, F

After holding a duly advertised public hearing on February 23, 2016, the Board of Supervisors adopted the attached resolution.

Comments: This resolution was prepared by the County's bond counsel and has been reviewed and approved as to form by the County Attorney.

By Agency Head Eugu Mitth	By County Manager
Routing: Yellow to:  Copy to:	Certified: A Copy Teste:  Clerk, Board of Supervisors
	Date:

# COUNTY OF HENRICO, VIRGINIA, SUPPLEMENTAL RESOLUTION

RESOLUTION-Authorizing and Providing for the Issuance and Sale of Not to Exceed Ninety-Eight Million Dollars (\$98,000,000) Aggregate Principal Amount of Water and Sewer System Revenue Bonds, of the County of Henrico, Virginia, for the Purpose of Financing the Costs of Acquisition, Construction, Reconstruction, Improvement, Extension and Enlargement of the County's Water and Sewer System, including without limitation, the Cobbs Creek Reservoir Project, and Not to Exceed Seventy-Five Million Dollars (\$75,000,000) Aggregate Principal Amount of Water and Sewer System Revenue Bonds of the County of Henrico, Virginia, for the Purpose of Refunding One or More Outstanding Series of Water and Sewer System Revenue Bonds of the County

**ADOPTED FEBRUARY 23, 2016** 

# **TABLE OF CONTENTS**

<b>SECTION</b>		<u>PAGE</u>
SECTION 1. De	efinitions	1
	uthorization of Issuance of Bonds	
	ook-Entry Only System; Appointment of Principal Paying Agent	
	nd Registrar; Payment of Bonds; Books of Registry; Exchanges and Transfers of Bonds	4
	edemption of Bonds	
	xecution and Authentication of Bonds; CUSIP Identification	
N	umbers	7
SECTION 6. Co	ovenant as to Compliance with 1986 Code	7
SECTION 7. So	ources of Payment of Bonds	7
	orm of Bonds	
SECTION 9. Sa	ale of the Bonds	8
SECTION 10. A	pproval of Execution and Delivery of Escrow Deposit;	
A	ppointment of Escrow Agent; Authorization of Purchase of	
Se	ecurities; Designation of Refunded Bonds for Redemption	9
SECTION 11. A	pplication of Proceeds of the Bonds	10
SECTION 12. D	ebt Service Payments	10
SECTION 13. Su	upplemental Resolution is a "Supplemental Resolution" under the	
Re	esolution; Bonds are "Bonds" and "Additional Bonds" under the	
	esolution	
SECTION 14. O	fficial Intent to Reimburse	12
	lling of this Supplemental Resolution with Circuit Court	
	ffect of Article and Section Headings and Table of Contents	
SECTION 17. Ef	ffectiveness of this Supplemental Resolution	12
EXHIBIT A	Form of Bonds	A-1

# COUNTY OF HENRICO, VIRGINIA, SUPPLEMENTAL RESOLUTION

RESOLUTION-Authorizing and Providing for the Issuance and Sale of Not to Exceed Ninety-Eight Million Dollars (\$98,000,000) Aggregate Principal Amount of Water and Sewer System Revenue Bonds, of the County of Henrico, Virginia, for the Purpose of Financing the Costs of Acquisition, Construction, Reconstruction, Improvement, Extension and Enlargement of the County's Water and Sewer System, including without limitation, the Cobbs Creek Reservoir Project, and Not to Exceed Seventy-Five Million Dollars (\$75,000,000) Aggregate Principal Amount of Water and Sewer System Revenue Bonds of the County of Henrico, Virginia, for the Purpose of Refunding One or More Outstanding Series of Water and Sewer System Revenue Bonds of the County

BE IT RESOLVED BY THE BOARD OF SUPERVISORS OF THE COUNTY OF HENRICO, VIRGINIA:

### SECTION 1. <u>Definitions</u>.

Unless the context shall clearly indicate some other meaning, all the words and terms used in this Supplemental Resolution which are defined in the Resolution, entitled "A RESOLUTION AUTHORIZING THE ISSUANCE OF TWELVE MILLION EIGHT HUNDRED SEVENTY THOUSAND DOLLARS (\$12,870,000) BONDS OF HENRICO COUNTY, VIRGINIA, FOR THE PURPOSE OF REFUNDING IN ADVANCE OF MATURITY WATER AND SEWER SYSTEM REVENUE BONDS, SERIES OF 1975, OF HENRICO COUNTY, VIRGINIA, HERETOFORE ISSUED FOR THE PURPOSE OF ACQUIRING, CONSTRUCTING, RECONSTRUCTING, IMPROVING, EXTENDING AND ENLARGING A UNIFIED WATER SUPPLY AND SANITARY SEWERAGE SYSTEM IN HENRICO COUNTY; PRESCRIBING THE FORM AND DETAILS OF THE BONDS AUTHORIZED HEREBY; COVENANTING AS TO THE ESTABLISHMENT. MAINTENANCE, REVISION AND COLLECTION OF RATES AND CHARGES FOR THE SERVICES, FACILITIES AND COMMODITIES OF SAID SYSTEM AND THE COLLECTION AND DISBURSEMENT OF THE REVENUES DERIVED THEREFROM: PLEDGING SAID REVENUES TO THE PAYMENT OF THE PRINCIPAL OF AND INTEREST ON SAID BONDS AS THE SAME BECOME DUE AND LIMITING THE PAYMENT OF SAID BONDS SOLELY TO SAID REVENUES; SETTING FORTH THE LIMITATIONS ON THE ISSUANCE OF ADDITIONAL BONDS PAYABLE FROM SAID REVENUES; AND MAKING OTHER COVENANTS AND AGREEMENTS CONNECTION WITH THE FOREGOING", adopted by the Board on November 23, 1977 and amended by resolutions adopted by the Board on January 13, 1999 and February 9, 1999 (such Resolution, as from time to time amended or supplemented by Supplemental Resolutions being

defined in such Resolution and referred to herein as the "Resolution"), shall for all purposes of this Supplemental Resolution have the respective meanings given to them in the Resolution.

(b) Unless the context shall clearly indicate some other meaning, the following terms shall, for all purposes of the Resolution and of any certificate, resolution or other instrument amendatory thereof or supplemental thereto (including for all purposes of this Supplemental Resolution) and for all purposes of any opinion or instrument or other document therein mentioned, have the following meanings, with the following definitions to be equally applicable to both the singular and plural forms of such terms:

"Bonds" shall mean the Bonds authorized by this Supplemental Resolution and issued under the Resolution and this Supplemental Resolution at any time Outstanding, which Bonds shall have the series designation determined by the County Manager or any Deputy County Manager and the Director of Finance in accordance with the provisions of Section 2(a) hereof.

"Escrow Deposit Agreement" shall mean one or more escrow deposit agreements by and between the County and the Escrow Agent referred to in Section 10 hereof.

"1986 Code" shall mean the Internal Revenue Code of 1986 and the regulations promulgated by the United States Department of the Treasury thereunder from time to time.

"Official Statement" shall mean one or more Official Statements of the County relating to the Bonds.

"<u>Preliminary Official Statement</u>" shall mean one or more Preliminary Official Statements of the County relating to the Bonds.

"Refunded Bonds" shall mean all or a portion of the outstanding County of Henrico, Virginia, Water and Sewer System Revenue Bonds, Series 2009, 2009A and 2014, and all or a portion of such other series of the County's Water and Sewer System Revenue Bonds, the refunding of which shall be recommended by the County's Financial Advisor and meeting the debt service savings requirement set forth in Section 9 hereof.

"Supplemental Resolution" shall mean this Supplemental Resolution.

Unless the context shall clearly indicate otherwise or otherwise require, (i) all references in this Supplemental Resolution to the Resolution (without specifying in such references any particular section of the Resolution) shall be to the Resolution as amended and supplemented, (ii) all references by number in this Supplemental Resolution to a particular section of the Resolution shall be to the section of that number of the Resolution, and if such section shall have been amended or supplemented, to such section as so amended and supplemented and (iii) all references by number in this Supplemental Resolution to a particular section of this Supplemental Resolution shall be only to the section of that number of this Supplemental Resolution.

Whenever used in this Supplemental Resolution, the words "herein", "hereinbefore", "hereinafter", "hereof", "hereunder" and other words of similar import, refer to this Supplemental Resolution only and to this Supplemental Resolution as a whole and not to any particular article, section or subdivision hereof, and the words "therein", "thereinbefore", "thereof", "thereunder" and other words of similar import, refer to the Resolution as a whole and not to any particular article, section or subdivision thereof.

### SECTION 2. Authorization of Issuance of Bonds.

- (a) For the purpose of financing and refinancing the costs of acquisition, construction, reconstruction, improvement, extension and enlargement of the County's Water and Sewer System, including, without limitation, the Cobbs Creek Reservoir Project (hereinafter, the "Series 2016 Improvement Projects") and refunding the Refunded Bonds, there are hereby authorized to be issued, and shall be issued, under and secured by the Resolution, including this Supplemental Resolution, one or more series of Bonds to be issued from time to time in an aggregate principal amount not to exceed \$98,000,000 for the purpose of financing and refinancing the Series 2016 Improvement Projects and in an aggregate principal amount not to exceed \$75,000,000 for the purpose of refunding the Refunding Bonds, to be designated as "County of Henrico, Virginia, Water and Sewer System Revenue Bonds". The Bonds shall have such series designation as shall be determined by the County Manager or any Deputy County Manager and the Director of Finance.
- (b) (i) The Bonds shall be dated as of their date of issue, shall be issued in fully registered form, shall be in the denomination of \$5,000 or any integral multiple thereof, shall be numbered or lettered, or both, as shall be determined by the Paying Agent and Registrar for the Bonds, which numbers or letters shall have the letter "R" prefixed thereto, and shall mature and become due and payable on May 1 in each of the years and in the principal amounts to be determined by the County Manager or any Deputy County Manager and the Director of Finance, and shall bear interest from the date thereof payable on such first interest payment date as shall be determined by the County Manager or any Deputy County Manager and the Director of Finance (which first interest payment date shall be either a May 1 or a November 1), and semiannually on each May 1 and November 1 thereafter, at the rates per annum to be determined by the County Manager or any Deputy County Manager and the Director of Finance.
- (ii) The Bonds, if any, in term form, as determined by the County Manager or any Deputy County Manager and the Director of Finance (the "Term Bonds") shall be retired by sinking fund installments which shall be accumulated in the Sinking Fund Account in the Revenue Fund in amounts, in addition to the amounts required to be deposited therein for the Outstanding Bonds, sufficient to redeem on May 1 of each year, at a redemption price equal to the principal amount of the Bond or Bonds to be redeemed, together with interest accrued thereon to the date fixed for redemption, the principal amount of such Bonds as determined by the County Manager or any Deputy County Manager and the Director of Finance.

# SECTION 3. <u>Book-Entry Only System; Appointment of Principal Paying Agent and Registrar; Payment of Bonds; Books of Registry; Exchanges and Transfers of Bonds.</u>

- (a) (i) The Bonds shall be issued, upon initial issuance, in fully registered form and registered in the name of Cede & Co., a nominee of the Depository Trust Company, New York, New York ("DTC"), as registered owner of the Bonds, and immobilized in the custody of DTC. One fully registered Bond for the principal amount of each maturity shall be registered to Cede & Co. Beneficial owners of Bonds shall not receive physical delivery of Bonds. Individual purchases of Bonds may be made in book-entry form only in principal amounts of \$5,000 and integral multiples thereof. While registered in the name of Cede & Co., principal and interest payments on the Bonds shall be made by wire transfer to DTC or its nominee as registered owner of such Bonds on the applicable payment date, notwithstanding the provisions of Section 3(d) hereof.
- (ii) Transfers of principal and interest payments to the participants of DTC, which include securities brokers and dealers, banks, trust companies, clearing corporations and certain other organizations (the "Participants") shall be the responsibility of DTC. Transfers of principal and interest payments to beneficial owners of the Bonds by the Participants is the responsibility of the Participants and other nominees of such beneficial owners. The Paying Agent and Registrar, hereinafter referred to, shall notify DTC of any notice required to be given pursuant to the Resolution, as supplemented by this Supplemental Resolution, not less than fifteen (15) calendar days prior to the date upon which such notice is required to be given; provided that the failure to provide such notice to DTC shall not invalidate any action taken or notice given by the Paying Agent and Registrar hereunder.
- (iii) Transfers of ownership interests in the Bonds shall be made by DTC and its Participants, acting as nominees of the beneficial owners of the Bonds, in accordance with rules specified by DTC and its Participants. The County makes no assurances that DTC, its Participants or other nominees of the beneficial owners of the Bonds shall act in accordance with such rules or on a timely basis.
- (b) Replacement Bonds (the "Replacement Bonds") shall be issued directly to beneficial owners of Bonds rather than to DTC, or its nominee, but only in the event that:
- (i) DTC determines not to continue to act as securities depository for the Bonds; or,
- (ii) the County has advised DTC of its determination that DTC is incapable of discharging its duties; or,
- (iii) the County has determined that it is in the best interest of the beneficial owners of the Bonds not to continue the book-entry system of transfer.

Upon occurrence of the events described in clause (i) or (ii) above the County shall attempt to locate another qualified securities depository. If the County fails to locate another qualified securities depository to replace DTC, the County shall execute and deliver Replacement Bonds

substantially in the form set forth in Section 8 hereof to the Participants. In the event the County makes the determination noted in clause (iii) above (the County undertakes no obligation to make any investigation to determine the occurrence of any events that would permit the County to make any such determination) and has made provisions to notify the beneficial owners of Bonds by mailing an appropriate notice to DTC, the County shall execute and deliver Replacement Bonds substantially in the form set forth in Section 8 hereof to any Participants making a request for such Replacement Bonds. The County shall be entitled to rely on the records provided by DTC as to the Participants entitled to receive Replacement Bonds. Principal of and interest on the Replacement Bonds shall be payable as provided in subsection (d) of this Section 3 hereof, and such Replacement Bonds will be transferable and exchangeable in accordance with subsection (e) of this Section 3.

- (c) <u>Appointment of Principal Paying Agent and Registrar</u>. The County Manager or any Deputy County Manager and the Director of Finance are hereby authorized to appoint a Paying Agent and Registrar for the Bonds (herein referred to as the "Paying Agent "or "Principal Paying Agent").
- (d) <u>Payment of Bonds</u>. (i) The interest on the Bonds shall be payable by check, draft or wire transfer mailed by the Paying Agent and Registrar to the registered owners of the Bonds at their addresses as the same appear on the books of registry as of the fifteenth (15th) day of the calendar month next preceding each interest payment date.
- (ii) The principal of the Bonds shall be payable at the designated corporate trust office of the Paying Agent and Registrar.
- (iii) The principal of and interest on the Bonds shall be payable in such coin or currency of the United States of America as at the respective dates of payment is legal tender for public and private debts.
- (e) <u>Books of Registry; Exchanges and Transfers of Bonds</u>. (i) At all times during which any Bond remains Outstanding and unpaid, the Paying Agent and Registrar shall keep or cause to be kept at its designated corporate trust office, books of registry for the registration, exchange and transfer of the Bonds. Upon presentation at the office of the Paying Agent and Registrar for such purpose, the Paying Agent and Registrar, under such reasonable regulations as it may prescribe, shall register, exchange or transfer, or cause to be registered, exchanged or transferred, on the books of registry the Bonds as herein set forth.
- (ii) Any Bond may be exchanged at the office of the Paying Agent and Registrar for a like aggregate principal amount of such Bonds in other authorized principal amounts of the same interest rate and maturity.
- (iii) Any Bond may, in accordance with its terms, be transferred upon the books of registry by the registered owner thereof, in person or by the duly authorized agent of such registered owner, upon surrender of such Bond to the Paying Agent and Registrar for cancellation, accompanied by a written instrument of transfer duly executed by the registered

owner thereof or the duly authorized agent of such registered owner, in form satisfactory to the Paying Agent and Registrar.

(iv) All transfers or exchanges pursuant to this Section 3(e) shall be made without expense to the registered owner of such Bonds, except as otherwise herein provided, and except that the Paying Agent and Registrar shall require the payment by the registered owner of the Bond requesting such transfer or exchange of any tax or other governmental charges required to be paid with respect to such transfer or exchange. All Bonds surrendered pursuant to this Section 3(e) shall be cancelled.

### SECTION 4. Redemption of Bonds.

- (a) Optional Redemption. The Bonds shall be subject to redemption as determined by the County Manager or any Deputy County Manager and the Director of Finance.
- (b) <u>Mandatory Redemption</u>. The Bonds, if any, in term form shall also be subject to redemption as determined by the County Manager or any Deputy County Manager and the Director of Finance.
- (c) Redemption By Lot. In the event less than all of the Bonds of a particular maturity are called for redemption, the particular Bonds of such maturity or portion thereof in installments of \$5,000 to be redeemed shall be selected by lot.
- (d) Notice of Redemption. Notice of any such redemption shall be mailed not less than thirty (30) days and not more than forty-five (45) days prior to the date fixed for redemption by first class mail, postage prepaid, to the registered owner of the Bonds to be redeemed at such address as it appears on the books of registry kept by the Paying Agent and Registrar for the Bonds as of the close of business on the forty-fifth (45th) day preceding the date fixed for redemption. Such notice shall specify the date, numbers and maturities of the Bonds to be redeemed, the date and place fixed for their redemption, and if less than the entire principal amount of any Bond is to be redeemed, that such Bond must be surrendered in exchange for the principal amount thereof to be redeemed and the issuance of a new Bond equalling in principal amount that portion of the principal amount thereof not redeemed, and shall also state that upon the date fixed for redemption there shall become due and payable upon each Bond called for redemption the principal amount thereof, together with the interest accrued thereon to the date fixed for redemption, and that from and after such date interest thereon shall cease to accrue.
- (e) <u>Effect of Redemption</u>. When notice of redemption of any Bonds shall have been given as hereinabove set forth, such Bonds shall become due and payable on the date so specified for their redemption at a price equal to the principal amount thereof, together with the interest accrued thereon to such date. Whenever payment of such redemption price shall have been duly made or provided for, interest on the Bonds so called for redemption shall cease to accrue from and after the date so specified for their redemption. All redeemed Bonds shall be cancelled and not reissued.

# SECTION 5. <u>Execution and Authentication of Bonds; CUSIP Identification</u> Numbers.

- (a) <u>Execution of Bonds</u>. The Bonds shall be executed in the name of the County by the manual or facsimile signatures of the Chairman and the Clerk of the Board, and the seal of the County shall be impressed, or a facsimile thereof printed, on the Bonds.
- (b) <u>Authentication of Bonds</u>. The County Manager or any Deputy County Manager and the Director of Finance shall direct the Paying Agent and Registrar to authenticate the Bonds and no Bond shall be valid or obligatory for any purpose unless and until the certificate of authentication endorsed on such Bond shall have been manually executed by an authorized signator of the Paying Agent and Registrar. Upon the authentication of any Bond, the Paying Agent and Registrar shall insert in the certificate of authentication the date as of which such Bond is authenticated. The execution and authentication of the Bonds in the manner above set forth is adopted as a due and sufficient authentication of the Bonds.
- (c) <u>CUSIP Identification Numbers</u>. CUSIP identification numbers may be printed on the Bonds, but neither the failure to print any such number on any Bonds, nor any error or omission with respect thereto, shall constitute cause for failure or refusal by the successful bidder for the Bonds to accept delivery of and pay for the Bonds in accordance with the terms of its proposal to purchase the Bonds. No such number shall constitute or be deemed to be a part of any Bond or a part of the contract evidenced thereby and no liability shall attach to the County or any of its officers or agents because of or on account of any such number or any use made thereof.
- SECTION 6. <u>Covenant as to Compliance with 1986 Code</u>. The County hereby covenants to comply with the provisions of Sections 103 and 141 through 150 of the 1986 Code and the applicable Treasury Regulations promulgated thereunder, applicable to the Bonds throughout the term of the Bonds.
- SECTION 7. Sources of Payment of Bonds. The principal of and interest on the Bonds are payable solely from, and secured solely by, a pledge of the Revenues to be derived from the operation of the County's Water and Sewer System, subject to the prior application of such Revenues to provide for the expenses of operation and maintenance of such System and on a parity with the Outstanding principal amount of Water and Sewer System Bonds of the County and on a parity with the payment of principal of and interest on all Bonds and interest on all Bond Anticipation Notes hereafter issued under the Resolution.
- SECTION 8. Form of Bonds. The Bonds shall be in substantially the form set forth in Exhibit A hereto with such necessary or appropriate variations, omissions and insertions as are incidental to their numbers, interest rates and maturities or as are otherwise permitted or required by law or this Supplemental Resolution.

### SECTION 9. Sale of the Bonds.

- (a) The Bonds shall be sold in one or more series from time to time in accordance with the provisions of Section 2 at competitive or negotiated sale at an aggregate purchase price of not less than ninety-eight percent (98%) of the principal amount thereof and on such other terms and conditions as are provided in the Notice of Sale thereof or in the Purchase Contract or Bond Purchase Agreement relating thereto.
- (b) If the Bonds are sold at competitive sale, they may be sold contemporaneously with other bonds of the County under a combined Official Notice of Sale. If the Bonds are sold at competitive sale, the County Manager or any Deputy County Manager and the Director of Finance are hereby authorized to cause to be published and distributed, via electronic dissemination or otherwise, an Official Notice of Sale of the Bonds in such form and containing such terms and conditions as the County Manager or any Deputy County Manager and the Director of Finance may deem advisable, subject to the provisions hereof.
- (c) Upon the determination by the County Manager or any Deputy County Manager and the Director of Finance to sell the Bonds at competitive or negotiated sale, the County Manager or any Deputy County Manager and the Director of Finance are hereby authorized, without further notice to or action by the Board of Supervisors, to determine the principal amounts, maturity dates and the rates of interest the Bonds shall bear; provided that:
- (i) in no event shall the aggregate principal amount of the Bonds to be issued to pay costs of the Series 2016 Improvement Projects exceed \$98,000,000 and in no event shall the aggregate principal amount of the Bonds to be issued to refund the Refunding Bonds exceed \$75,000,000;
- (ii) in no event shall the true interest cost for the Bonds exceed five percent (5%);
- (iii) in no event shall the premium payable by the County upon the redemption of the Bonds exceed two percent (2%) of the principal amount thereof;
- (iv) in no event shall the final maturity date of the Bonds exceed thirty (30) years from the date of issuance; and
- (v) Bonds may be issued and sold for the purpose of refunding the Refunded Bonds only if the refunding of the Refunded Bonds will result in gross debt service savings to the County of not less than \$2,000,000.
- (d) If the Bonds are sold at negotiated sale, the County Manager or any Deputy County Manager and the Director of Finance are hereby authorized, without further notice to or action by the Board of Supervisors, to select the underwriters for the Bonds (the

"Underwriters") and to execute and deliver to the Underwriters a Purchase Contract or Bond.

Purchase Agreement relating to the Bonds.

- (e) The County Manager or any Deputy County Manager and the Director of Finance are hereby authorized to cause to be prepared and distributed, via electronic dissemination or otherwise, a Preliminary Official Statement and a final Official Statement relating to each series of the Bonds. The County Manager or any Deputy County Manager and the Director of Finance are hereby further authorized to certify that the Preliminary Official Statement for the Bonds of each series authorized hereunder is "deemed final" for purposes of Rule 15c2-12 promulgated by the Securities and Exchange Commission pursuant to the Securities Exchange Act of 1934. The County Manager or any Deputy County Manager and the Director of Finance are hereby authorized to execute and deliver the final Official Statement for the Bonds of each series authorized hereunder, and the County Manager, any Deputy County Manager, the Director of Finance or the County Attorney, as applicable, are hereby authorized to execute and deliver to the purchasers of the Bonds of each series, certificates in the forms provided for in the Official Statement for the Bonds of such series.
- (f) The Director of Finance is hereby further authorized to execute and deliver to the purchasers of the Bonds of each series authorized hereunder a Continuing Disclosure Certificate or a Continuing Disclosure Agreement evidencing the County's undertaking to comply with the continuing disclosure requirements of Paragraph (b)(5) of such Rule 15c2-12 to the extent applicable to the Bonds, such Continuing Disclosure Certificate or Continuing Disclosure Agreement to be in such form as shall be approved by the Director of Finance upon the advice of counsel (including the County Attorney or Bond Counsel to the County), such approval to be conclusively evidenced by the execution of such Continuing Disclosure Certificate or Continuing Disclosure Agreement by the Director of Finance.

SECTION 10. Approval of Execution and Delivery of Escrow Deposit; Appointment of Escrow Agent; Authorization of Purchase of Securities; Designation of Refunded Bonds for Redemption.

- (a) The County Manager or any Deputy County Manager or the Director of Finance is hereby authorized and directed to execute and deliver to the Escrow Agent an Escrow Deposit Agreement for each series of Refunded Bonds in such form as the officer executing the same shall approve upon the advice of counsel (including the County Attorney and Bond Counsel), such approval to be conclusively evidenced by the execution thereof by such officer. There shall be transferred to the Escrow Agent from the Principal and Interest Accounts in the Revenue Fund such amounts on credit to such accounts for the payment of principal and interest on the Refunded Bonds for deposit into the Escrow Deposit Fund thereunder such amounts as shall be determined by the Director of Finance.
- (b) The County Manager or any Deputy County Manager and the Director of Finance are hereby authorized to appoint an Escrow Agent (the "Escrow Agent") in connection with the refunding of the Refunding Bonds.

- (c) The Escrow Agent is hereby authorized to purchase from moneys deposited in the Escrow Deposit Fund created and established under the Escrow Deposit Agreement United States Government Securities as referred to in the Escrow Deposit Agreement. Such securities so purchased shall be held by the Escrow Agent under and in accordance with the provisions of the Escrow Deposit Agreement. The County Manager or any Deputy County Manager and the Director of Finance, or any of them, are hereby authorized to execute, on behalf of the County, any instruments required to be executed on behalf of the County in connection with investments contemplated by the Escrow Deposit Agreement.
- Supplemental Resolution, the Board hereby designates for redemption the Refunded Bonds to be redeemed at a redemption price equal to the principal amount thereof, together with the interest accrued thereon to the date or dates fixed for redemption thereof, plus the applicable premium, if any. The County Manager or any Deputy County Manager or the Director of Finance is hereby authorized and directed to deliver to the escrow agent under the Escrow Deposit Agreement irrevocable written instructions to give notices of such redemption of the Refunded Bonds, in the name and on behalf of the County, to the registered owners thereof, such notices to be given in the manner and at the time or times provided in the respective proceedings authorizing the issuance of the respective bonds and to be in substantially the forms to be set forth as an exhibits to the Escrow Deposit Agreement.
- SECTION 11. <u>Application of Proceeds of the Bonds</u>. The proceeds of sale of the Bonds received by the County shall be applied as follows:
- (i) an amount shall be deposited in the Revenue Fund and credited to the Reserve Account therein sufficient to insure that there is on deposit in such Reserve Account an amount equal to the maximum Debt Service Requirement on all Bonds outstanding;
- (ii) an amount shall be repaid to the appropriate funds of the County equal to the amount of money which has been advanced to the purposes for which the Bonds are being issued;
- (iii) an amount required to be deposited into the Escrow Deposit Fund to provide for the refunding and redemption of the Refunded Bonds shall be deposited with the Escrow Agent under the Escrow Deposit Agreement and applied, together with other available moneys of the County so deposited thereunder, as provided therein; and
- (iv) the balance of the proceeds of the Bonds shall be deposited in the Construction Fund and applied to the payment of the costs of the Series 2016 Improvement Projects and the costs of issuance of the Bonds.

### SECTION 12. Debt Service Payments.

(a) For the purpose of providing for the payment of the interest on the Bonds, not later than the first interest payment date for the Bonds and on or before May 1 and November 1 in each year thereafter, there shall be credited to the Interest Account an amount

such that, if the same amount were so paid and credited to the Interest Account on each May I and November I thereafter and prior to the next date upon which an installment of interest falls due on the Bonds, the aggregate of the amounts so credited to the Interest Account, would on such date be equal to the installment of interest then falling due on the Bonds. In making such credits to the Interest Account, any amounts paid into the Revenue Fund and credited to the Interest Account representing accrued interest received on the sale of the Bonds and any other credit otherwise made to such account shall be taken into consideration and allowed for.

- (b) For the purpose of providing for the payment of the principal of the Bonds issued as Serial Bonds, not later than May 1 of the calendar year next preceding the first installment due date of a serial principal payment, and on or before May 1 of each succeeding year thereafter, so long as any Bonds issued as Serial Bonds are Outstanding, there shall be credited to the Principal Account an amount such that, if the same amount were so credited to the Principal Account on May 1 of each succeeding year thereafter and prior to the next date upon which an installment of principal falls due on the Bonds issued as Serial Bonds, the aggregate of the amounts so credited to the Principal Account together with any other moneys theretofore credited to the Principal Account, would on such date be equal to the installment of principal of such Bonds issued as Serial Bonds then falling due.
- (c) For the purpose of providing moneys to retire the Term Bonds issued, if any, not later than May I in the year of the first redemption date of Term Bonds, and on and before May I in each year thereafter, so long as any Term Bonds are Outstanding, there shall be credited to the Sinking Fund Account for the purpose of retiring the Term Bonds an amount such that, if the same amount were so paid and credited to the Sinking Fund Account to provide for the retirement of the Term Bonds on May I of each year thereafter and prior to the next date upon which a Sinking Fund Account installment falls due, the aggregate of the amounts so credited to such account would on such date be sufficient to redeem the Term Bonds in the principal amounts determined in accordance with Section 2 hereof.

# SECTION 13. <u>Supplemental Resolution is a "Supplemental Resolution" under the Resolution; Bonds are "Bonds" and "Additional Bonds" under the Resolution.</u>

- (a) This Supplemental Resolution is adopted pursuant to Section 18A of the Resolution. This Supplemental Resolution (i) supplements the Resolution, (ii) is hereby found, determined, and declared to constitute and to be a "Supplemental Resolution" within the meaning of the quoted words as defined and used in the Resolution and (iii) is adopted pursuant to and under the authority of the Resolution.
- (b) (i) The Bonds are hereby found, determined and declared to constitute and to be "Additional Bonds" and "Bonds" within the meaning of the quoted words as defined and used in the Resolution. The Bonds shall be entitled to the benefits, security and protection of the Resolution, equally and proportionately with any other Bonds heretofore or hereafter issued thereunder, shall be payable from the Revenues of the Water and Sewer System on a parity with all Bonds heretofore or hereafter issued under the Resolution, shall rank pari passu with all Bonds heretofore or hereafter issued under the Resolution and shall be equally and ratably secured with all Bonds heretofore or hereafter issued under the Resolution by a prior and

paramount lien and charge on the Revenues, without priority or distinction by reason of series, number, date, date of sale, date of issuance, date of execution and authentication or date of delivery, all as is more fully set forth in the Resolution.

- (ii) It is hereby further found, determined and declared that no default exists in the payment of the principal of or interest and premium, if any, on any Bond issued under the Resolution and that all mandatory redemptions, if any, of Bonds required to have been made under the terms of the Resolution or any Supplemental Resolution have been made.
- SECTION 14. Official Intent to Reimburse. The Board of Supervisors hereby authorizes the County to make expenditures for the purposes for which the Bonds are to be issued in advance of the issuance and receipt of the proceeds of sale of the Bonds and to reimburse such expenditures from the proceeds of sale of the Bonds. The adoption of this Resolution shall be considered as an "official intent" within the meaning of Treasury Regulations Section 1.150 2 promulgated under the 1986 Code.
- SECTION 15. Filing of this Supplemental Resolution with Circuit Court. The County Attorney be and hereby is authorized and directed to file a copy of this Supplemental Resolution, certified by the Clerk of the Board to be a true and correct copy thereof, with the Circuit Court of the County.
- SECTION 16. Effect of Article and Section Headings and Table of Contents. The headings or titles of articles and sections hereof, and any table of contents appended hereto or copies hereof, shall be for convenience of reference only and shall not affect the meaning or construction, interpretation or effect of this Supplemental Resolution.
- SECTION 17. <u>Effectiveness of this Supplemental Resolution</u>. This Supplemental Resolution shall be effective from and after the adoption hereof by the Board; provided that in the event any Bonds authorized for issuance under this Supplemental Resolution shall not have been issued and delivered on or before December 31, 2016, this Supplemental Resolution shall thereafter be void and the authorization herein shall terminate and be of no further force and effect.

### (FORM OF BOND)

# UNITED STATES OF AMERICA COMMONWEALTH OF VIRGINIA COUNTY OF HENRICO WATER AND SEWER SYSTEM REVENUE BOND, SERIES

REGISTERED		REGISTEREI		
No. R			<b>\$</b>	
INTEREST RATE:	MATURITY DATE:	DATE OF BOND:	CUSIP NO.:	
<b>%</b>	MAY 1,			

REGISTERED OWNER: CEDE & CO.

#### PRINCIPAL SUM:

The County of Henrico (hereinaster referred to as the "County"), a political subdivision of the Commonwealth of Virginia, for value received, hereby acknowledges itself indebted and hereby promises to pay to the Registered Owner (named above), or registered assigns, but solely from the revenues and moneys pledged to the payment hereof hereinafter specified and not otherwise, on the Maturity Date (specified above), unless this Bond shall have been called for previous redemption and payment of the redemption price shall have been duly made or provided for, the Principal Sum (specified above), and to pay interest on such Principal Sum, but solely from such revenues and moneys pledged to the payment hereof hereinafter specified and not otherwise, on the first day of [May] [November], 20, and semiannually on the first day of May and the first day of November of each year thereafter (each such date is hereinafter referred to as an "interest payment date"), from the date hereof or from the interest payment date next preceding the date of authentication hereof to which interest shall have been paid, unless such date of authentication is an interest payment date, in which case from such interest payment date, or unless such date of authentication is within the period from the sixteenth (16th) day to the last day of the calendar month next preceding the following interest payment date, in which case from such following interest payment date, such interest to be paid until the maturity or redemption hereof at the Interest Rate (specified above) per annum, by wire transfer or by check or draft mailed by the Registrar hereinafter mentioned to the Registered Owner in whose name this Bond is registered upon the books of registry of the County kept by the Registrar as of the close of business on the fifteenth (15th) day (whether or not a business day) of the calendar month next preceding each interest payment date at the address of the Registered Owner hereof as it appears on such books of registry; provided, however, that so long as this Bond is in book-entry only form and registered in the name of Cede & Co., as nominee of the Depository Trust Company ("DTC"), or in the name of such other nominee of DTC as may be requested by an authorized representative of DTC, interest on this Bond shall be paid directly to Cede & Co. or such other nominee of DTC by wire transfer. Interest on this Bond shall be

calculated on the basis of a three hundred sixty (360) day year consisting of twelve (12) thirty (30) day months.

The principal of this Bond is payable on presentation and surrender hereof at the designated corporate trust office of \_\_\_\_\_\_\_, as Paying Agent and Registrar, in the City of \_\_\_\_\_\_\_, Principal of and interest on this Bond are payable in such coin or currency of the United States of America as at the respective dates of payment thereof is legal tender for public and private debts.

This Bond is one of a duly authorized series of Bonds (herein referred to as the "Bonds") of the aggregate principal amount of ) of like date, denomination and tenor herewith except for number. interest rate, maturity and redemption provisions, and is issued under and pursuant to and in full compliance with the Constitution and statutes of the Commonwealth of Virginia, including Chapter 26 of Title 15.2 of the Code of Virginia, 1950 (the same being the Public Finance Act of 1991), a resolution duly adopted on November 23, 1977 by the Board of Supervisors of the County, entitled "A RESOLUTION AUTHORIZING THE ISSUANCE OF TWELVE MILLION EIGHT HUNDRED SEVENTY THOUSAND DOLLARS (\$12,870,000) BONDS OF HENRICO COUNTY, VIRGINIA, FOR THE PURPOSE OF REFUNDING IN ADVANCE OF MATURITY WATER AND SEWER SYSTEM REVENUE BONDS, SERIES OF 1975, OF HENRICO COUNTY, VIRGINIA, HERETOFORE ISSUED FOR THE PURPOSE OF ACQUIRING, CONSTRUCTING, RECONSTRUCTING, IMPROVING, EXTENDING AND ENLARGING A UNIFIED WATER SUPPLY AND SANITARY SEWERAGE SYSTEM IN HENRICO COUNTY; PRESCRIBING THE FORM AND DETAILS OF THE BONDS HEREBY; **AUTHORIZED** COVENANTING AS TO THE ESTABLISHMENT, MAINTENANCE, REVISION AND COLLECTION OF RATES AND CHARGES FOR THE SERVICES, FACILITIES AND COMMODITIES OF SAID SYSTEM AND THE COLLECTION AND DISBURSEMENT OF THE REVENUES DERIVED THEREFROM; PLEDGING SAID REVENUES TO THE PAYMENT OF THE PRINCIPAL OF AND INTEREST ON SAID BONDS AS THE SAME BECOME DUE AND LIMITING THE PAYMENT OF SAID BONDS SOLELY TO SAID REVENUES; SETTING FORTH THE LIMITATIONS ON THE ISSUANCE OF ADDITIONAL BONDS PAYABLE FROM SAID REVENUES: AND MAKING OTHER COVENANTS AND AGREEMENTS CONNECTION WITH THE FOREGOING", as amended, and a resolution supplemental thereto duly adopted by such Board on February 23, 2016, entitled "RESOLUTION-Authorizing and Providing for the Issuance and Sale of Not to Exceed Ninety-Eight Million Dollars (\$98,000,000) Aggregate Principal Amount of Water and Sewer System Revenue Bonds, of the County of Henrico, Virginia, for the Purpose of Financing the Costs of Acquisition, Construction, Reconstruction, Improvement, Extension and Enlargement of the County's Water and Sewer System, including without limitation, the Cobbs Creek Reservoir Project, and Not to Exceed Seventy-Five Million Dollars (\$75,000,000) Aggregate Principal Amount of Water and Sewer System Revenue Bonds of the County of Henrico, Virginia, for the Purpose of Refunding One or More Outstanding Series of Water and Sewer System Revenue Bonds of the County" (such resolutions being herein referred to collectively as the "Resolution") for the purpose of refunding certain outstanding Water and Sewer System Revenue Bonds of the County.

This Bond and the series of Bonds of which this is one and interest thereon are payable solely from, and secured equally and ratably solely by a lien and charge on, the revenues derived from the operation of the water and sewer system of the County, consisting of the plants and properties, real and personal, tangible and intangible, owned or operated by the County, used for or pertaining to the supply, storage, treatment, transmission and distribution of water, or the collection, transmission, treatment and disposal of sewage, and all additions, improvements, enlargements, extensions, expansions and betterments to such plants and properties hereafter constructed or otherwise acquired (exclusive of any such plants and properties constituting separate utility systems and financed other than by Bonds or Additional Bonds issued under the Resolution), subject, however, to the prior payment from such revenues of the expenses of operation and maintenance of the water and sewer system, on a parity with the payment of principal of and interest on all Bonds and interest on all Bond Anticipation Notes issued under the Resolution.

This Bond and the series of Bonds of which this is one are not a debt of the County within the meaning of any constitutional or statutory limitation upon the creation of general obligation indebtedness of the County, nor does this Bond or the Bonds of the series of which it is one impose any general liability upon the County, and the County shall not be liable for the payment hereof or thereof out of any funds of the County except the revenues of the water and sewer system of the County, which revenues have been pledged to the punctual payment of the principal of and interest on this Bond and the series of Bonds of which this is one in accordance with the provisions of the Resolution.

Reference is hereby made to the Resolution, to all of the provisions of which any Registered Owner of this Bond by his acceptance hereof hereby assents, for definitions of terms, the description of and the nature and extent of the security for the Bonds issued under the Resolution, including this Bond, the description of the plants and properties constituting the water and sewer system of the County, the description of and the nature and extent of the security for, and the revenues and the moneys pledged to the payment of the interest on and principal of, the Bonds issued under the Resolution, including this Bond; the nature and extent and manner of enforcement of the pledge; the covenants of the County as to the fixing, maintaining and revising of rates, rentals, fees and charges for the services, facilities and commodities of the water and sewer system of the County; the covenants of the County as to the collection, deposit and application of the revenues of the water and sewer system of the County, the conditions upon which other Bonds may hereafter be issued under the Resolution payable on a parity with this Bond from the revenues of the water and sewer system of the County and equally and ratably secured herewith, the conditions upon which the Resolution may be amended or supplemented without the consent of the owner of any Bond and upon which it may be amended only with the consent of the owners of sixty-six and two-thirds per cent (66-2/3%) in principal amount of all Bonds then outstanding under the Resolution or only with the consent of the owner of each Bond affected thereby, the rights and remedies of the owner hereof with respect hereto, the rights, duties and obligations of the County, the provisions discharging the Resolution as to this Bond and the lien and pledge of this Bond on the revenues of the water and sewer system of the County if there shall have been deposited with the paying agent for this Bond on or before the maturity or redemption hereof moneys sufficient to pay the principal hereof and the interest hereon to the maturity or redemption date hereof, or certain specified

securities maturing at such times and in such amounts which, together with the earnings thereon, would be sufficient for such payment; and for the other terms and provisions of the Resolution.

If this Bond is redeemable and this Bond (or any portion of the principal amount thereof in installments of \$5,000) shall be called for redemption, notice of the redemption hereof, specifying the date, number and maturity of this Bond, the date and place fixed for its redemption and if less than the entire principal amount of this Bond is to be redeemed, that this Bond must be surrendered in exchange for the principal amount thereof to be redeemed and the issuance of a new Bond equalling in principal amount that portion of the principal amount hereof not to be redeemed, shall be mailed not less than thirty (30) days prior to the date fixed for redemption by first class mail, postage prepaid, to the Registered Owner of this Bond at the address of such Registered Owner as it appears on the books of registry maintained by the Registrar as of the close of business on the forty-fifth (45th) day preceding the date fixed for redemption. If notice of redemption of this Bond shall have been given as aforesaid, and payment of the principal amount of this Bond (or the portion of the principal amount hereof to be redeemed) and of the accrued interest payable upon such redemption shall have been duly made or provided for, interest hereon shall cease to accrue from and after the date so specified for the redemption hereof.

Subject to the limitations and upon payment of the charges, if any, provided in the proceedings authorizing the Bonds of the series of which this Bond is one, this Bond may be exchanged at the designated corporate trust office of the Registrar for a like aggregate principal amount of Bonds of other authorized principal amounts and of the series of which this Bond is one. This Bond is transferable by the Registered Owner hercof, in person or by the agent of such Registered Owner duly authorized in writing, at the designated corporate trust office of the Registrar but only in the manner, subject to the limitations and upon payment of the charges, if any, provided in the proceedings authorizing the Bonds of the series of which this Bond is one, and upon the surrender hereof for cancellation. Upon such transfer a new Bond or Bonds of authorized denominations and of the same aggregate principal amount of the series of which this Bond is one will be issued to the transferee in exchange herefor.

This Bond shall not be valid or obligatory unless the certificate of authentic	ation
hereon shall have been manually signed by an authorized signator of the Registrar.	

It is hereby certified, recited and declared that all acts, conditions and things required to have happened, to exist and to have been performed precedent to and in the issuance of this Bond and the series of which it is one, have happened, do exist and have been performed in regular and due time, form and manner as required by law, and that the Bonds of the series of which this Bond is one do not exceed any constitutional or statutory limitation of indebtedness.

IN WITNESS WHEREOF, the County, by its Board of Supervisors, has caused this Bond to be executed by the manual or facsimile signature of the Chairman of such Board; the seal of the County to be impressed or a facsimile thereof imprinted hereon, attested by the manual or facsimile signature of the Clerk of such Board; and this Bond to be dated the date first above written.

	Chairman of the Board of Supervisors
Seal)	

# CERTIFICATE OF AUTHENTICATION

This Bond is one of the Bond proceedings.	ls delivered pursuant to the within-mentioned
	as Registrar and Paying Agent
Ву:	
	Authorized Signature
Date of Authentication:,	
ASSIGN	NMENT
For value received, the undersign	ned hereby sell(s), assign(s) and transfer(s) unto
PLEASE INSERT S OR OTHER TAX IDE	ocial security NTIFYING NUMBER
OF TRAN	ISFEREE:
Dated:	
Signature(s) Guaranteed:	
Nomice 6:	
NOTICE: Signature(s) must be guaranteed by a member firm of the New York Stock	(Signature(s) of Registered Owner) NOTICE: the signature(s) above must
Exchange, Inc. or a commercial bank or trust company.	Owner as it appears on the front of this Bond in every particular, without alteration or enlargement or any change whatsoever.



Agenda Item No. 49-16 Page No. 1 of 1

Signatory, Authority Amendment to Memorandum of Understandinganda Title: DESOLUTION

•	Drive - Three Chopt District	on one of the one of t
For Clerk's Use Only:  Date: 2/23/2016  (Approved (Denied) Amended Deferred to:	BOARD OF SUPERVISORS ACTION  Moved by (1) Officer Seconded by (1) Officer Seconded by (2) (2)  REMARKS:	PES NO OTHER  Branin, T Glover, R Nelson, T O'Bannon, P Thornton, F
the Innsbrook Li ("EDA"); and,	March 12, 2013, the Board of Supervisors authorized the conveyance of its probarry at 4060 Innslake Drive ("Property") to the Economic Development A	uthority of Henrico County
authorized to lea received; and,	County and the EDA entered into a Memorandum of Understanding use the Property to a new business enterprise for a term of three years and lease term will expire on February 29, 2016 and the County and EDA wish	to pay the County all rents

NOW, THEREFORE, BE IT RESOLVED that the County Manager is authorized to execute an amendment to the Memorandum of Understanding that allows the EDA to lease the Property to the business enterprise for an additional three

Comments: The Director of Real Property recommends this Board paper, and the County Manager concurs.

Memorandum of Understanding for an additional three years.

years in a form approved by the County Attorney.

By Agency Head A Backery	GPC By County Manager
Routing: Yellow to: Rose Property  Copy to:	Certified: A Copy Teste:Clerk, Board of Supervisors
	Date:



Avenda Item No. 50-16

Page No. 1 of 2

Agenda Title: RESOLUTION — Award of Contract — Water Reclamation Facility Pavement Repair and Replacement — Varina District

For Clerk's Use Only:	BOARD OF SUPERVISORS ACTION	YES NO OTHER
Date: 2 23 2000  ( ) Approved ( ) Denied ( ) Amended ( ) Deferred to:	Moved by (1)	Brannin, T. Glover, R. Nelson, T. O'Bannon, P. Thornton, F.

WHEREAS, the County received two bids on January 19, 2016, in response to Invitation to Bid No. 15-1100-12CE and Addendum No. 1 for the Water Reclamation Facility Pavement Repair and Replacement project in the Varina District; and,

WHEREAS, the project will repair deteriorated sections of the existing asphalt and concrete pavement at the Water Reclamation Facility; and,

WHEREAS, the bids were as follows:

<u>Bidders</u>	Bid Amounts
Colony Construction, Inc.	\$428,777
Powhatan, VA	
Finley Asphalt and Sealing	\$848,358
Manassas, VA	

WHEREAS, after a review and evaluation of the bids received, it was determined that Colony Construction, Inc. is the lowest responsive and responsible bidder with a bid of \$428,777.

### NOW, THEREFORE, BE IT RESOLVED by the Board of Supervisors:

- 1. The contract is awarded to Colony Construction, Inc., the lowest responsive and responsible bidder, in the amount of \$428,777 pursuant to Invitation to Bid No. 15-1100-12CE, Addendum No.1, and the bid submitted by Colony Construction, Inc.
- 2. The County Manager is authorized to execute the contract in a form approved by the County Attorney.

By Agency Head	arthur Petrini 7th	By County Manager	4252
Routing:			7
Yellow to:	<del></del>	Certified: A Copy Teste:	
Сору ю:		A Copy Teste:	Clerk, Board of Supervisors
		Date:	

Agenda Item No. 50-16

Page No. 2 of 2

Agenda Title: RESOLUTION — Award of Contract — Water Reclamation Facility Pavement Repair and Replacement — Varina District

3. The County Manager, or the Purchasing Director as his designee, is authorized to execute change orders within the scope of the project budget not to exceed 15% of the original contract amount.

Comments: Funding will be provided by the Water and Sewer Revenue Fund. The Director of Public Utilities and the Purchasing Director recommend approval of this Board paper, and the County Manager concurs.



Agenda Item No. 51-10
Page No. 1 of 1

Agenda Title: RESOLUTION — Signatory Authority — Development Agreement — Broad Street Bus Rapid Transit Project

Moved by (1) Branin, T. (1)(2)(1)(2)  Moved by (1) Branin, T. (1)(2)(1)(2)  Moved by (1) Branin, T. (1)(2)(1)(2)  Glover, R. V			
() Amended item for 60 days was withdrawn, a motion by O'Bannon, P. V V	For Clerk's Use Only:  Date: 2 23 2014  (Approved ( ) Denied ( ) Amended ( ) Deferred to:	Moved by (1) Branin Seconded by (1) Glover  (2) O'Brange (2) Theraton  REMARKS: After a motion by Mr. Glover to defer this  item for 60 days was withdrawn, a motion by  Mr. Branin and seconded by Mr. Glover to defer this	Branin, T. (1) (2) (1) (2)

WHEREAS, the Broad Street Rapid Bus Transit Project will create a 7.6 mile bus rapid transit service on Broad and Main Streets in Henrico County and the City of Richmond between Willow Lawn and Rocketts Landing; and,

WHEREAS, the \$49.8 million project cost will be funded by (1) a \$24.9 million Transportation Investment Generating Economic Recovery grant from the United States Department of Transportation, (2) a \$16.9 million grant from the Virginia Department of Rail and Public Transportation ("DRPT") Capital Grant Funding Program, (3) a \$7.6 million payment from the City's Capital Improvement Program, and (4) a \$200,000 payment by Henrico County in fiscal year 2016 and in fiscal year 2017; and,

WHEREAS, the Virginia Department of Transportation (VDOT) will manage the project's design and construction, and the Greater Richmond Transit Company (GRTC) will administer project funds and operate the transit service when the project is completed; and,

WHEREAS, project completion is scheduled for October 2017; and,

WHEREAS, on February 8, 2016, the Richmond City Council approved the agreement.

NOW, THEREFORE, BE IT RESOLVED that the Henrico County Board of Supervisors authorizes the County Manager to execute a development agreement among GRTC, the County, the City, DRPT, and VDOT for the Broad Street Rapid Bus Transit Project in a form approved by the County Attorney.

COMMENTS: The Director of Public Works recommends this Board paper, and the County Manager concurs.

By Agency Head	h >.	LAT	77	By County Manage	10	55	2	<u> </u>
Routing: Yellow to:				Certified: A Copy Teste:	<u></u>	Clerk, Board of	Supervisors	
	 			Date:				



Agenda Item No. 52-14 Page No. 1 of 2

Agenda Title: RESOLUTION - Acceptance of Roads- Brookland, Fairfield, Three Chopt and Varina Districts

erk's Use Only:	BOARD OF SUPERVISORS ACTION  YES	NO OTHER
2 23 2014	Moved by (1) Culu Seconded by (1) Chenth Branin, T. L	
pproved	(2) (2) Glover, R	
enied	REMARKS:Nelson, T	
mended	A D D D D D A Bannon, P.	
eferred to:	Thornton, F.	
BE IT RESOL'	VED by the Board of Supervisors of the County of Henrico that the following named an	ıd
described section	ons of roads are accepted into the County road system for maintenance.	
	Stone Mill, Section A - Brookland District	
Stone Bluff Dr	ive from Staples Mill Road to 0.09 Mi. E. of Staples Mill Road	0.09 Mi.
Stone Valley C	Court from Stone Bluff Drive to 0.05 Mi. N. of Stone Bluff Drive	<u>0.05 Mi.</u>
Total Miles		0.14 Mi.
	Hillcrest Farms, Section 2 - Fairfield District	
D 11 M	dow Drive from 0.05 Mi. E. of Cedar Fork Road to Saddlebred Drive	0.09 Mi.
Brooking Mea	ive from Bridle Run Lane to 0.05 Mi. S. of Brooking Meadow Drive	0.30 Mi.
Saddlebred Dr	ive from Saddlebred Drive to Winding Trail Lane	0.14 Mi.
Pridle Dun Lei	ne from 0.03 Mi. W. of Saddlebred Drive to 0.07 Mi. E. of Winding Trail Lane	0.23 Mi.
Oldenburg Cir	cle from Fox Trotter Drive to 0.06 Mi. S. of Fox Trotter Drive	0.06 Mi.
Winding Trail	Lane from 0.02 Mi. N. of Dapple Grey Drive to Bridle Run Lane	0.16 Mi.
Dapple Grey D	Drive from 0.04 Mi. E. of Hillcrest Farms Drive to 0.08 Mi. E. of Hillcrest Farms Drive	<u>0.04 Mi.</u>
Total Miles		1.02 Mi.
	By County Manager By County Manager	$\supset$
By Agency Head	By County Wanager	
Routing:	Consideration of the Constitution of the Const	
Yellow to:	Certified:  A Copy Teste:	
Copy to:	Clerk, Board of Supervisors	

Agenda Item No. 52-16

Page No. 2 of 2

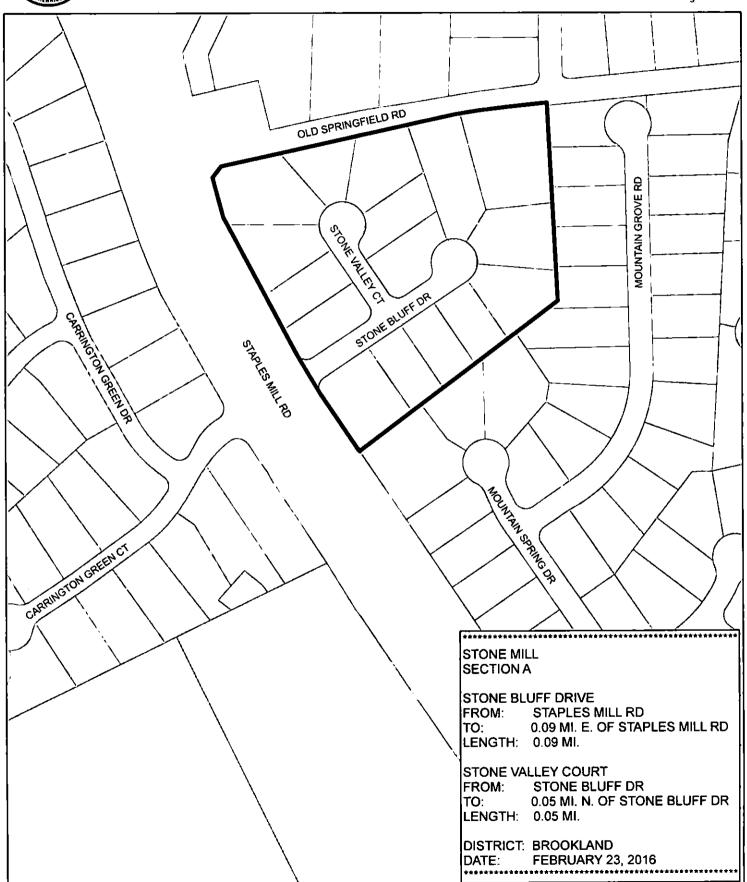
Agenda Title: RESOLUTION - Acceptance of Roads- Brookland, Fairfield, Three Chopt and Varina Districts

Brandyview, Section 1 - Three Chopt District	
Brandyview Lane from Clary Preston Drive to 0.07 Mi. W. of Clary Preston Drive	<u>0.07 Mi.</u>
Total Miles	0.07 Mi.
Casey Meadows - Varina District	
Casey Meadows Place from Meadow Road to 0.30 Mi. N. of Meadow Road Casey Meadows Terrace from Casey Meadows Place to 0.24 Mi. N. of Casey Meadows Place Casey Meadows Court from Casey Meadows Terrace to 0.05 Mi. N. of Casey Meadows Terrace	0.30 Mi. 0.24 Mi. <u>0.05 Mi.</u>
Total Miles	0.59 Mi.



# STONE MILL SECTION A

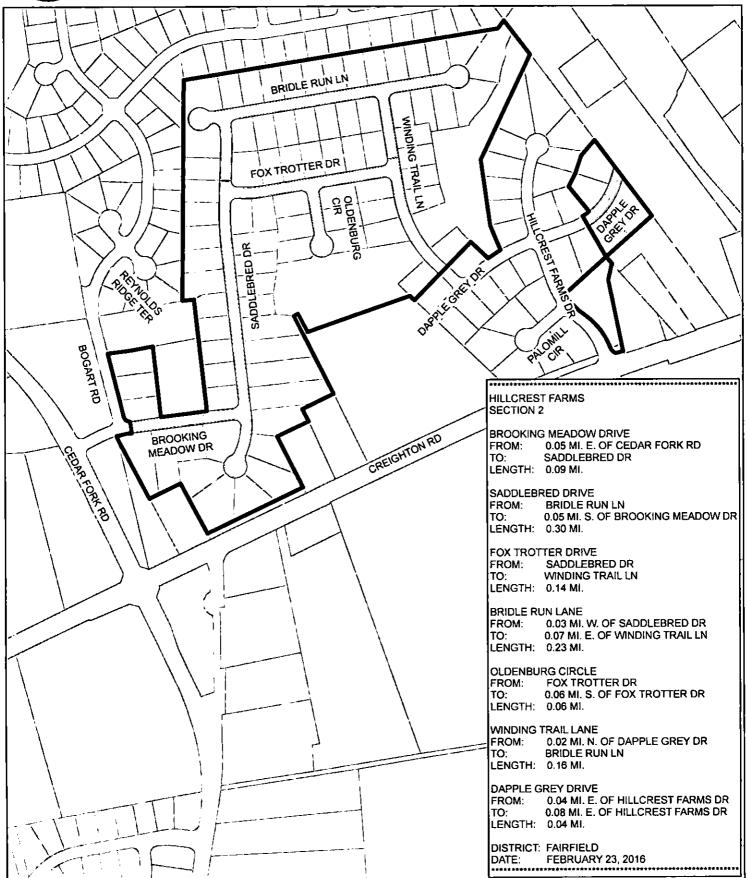






# **HILLCREST FARMS SECTION 2**

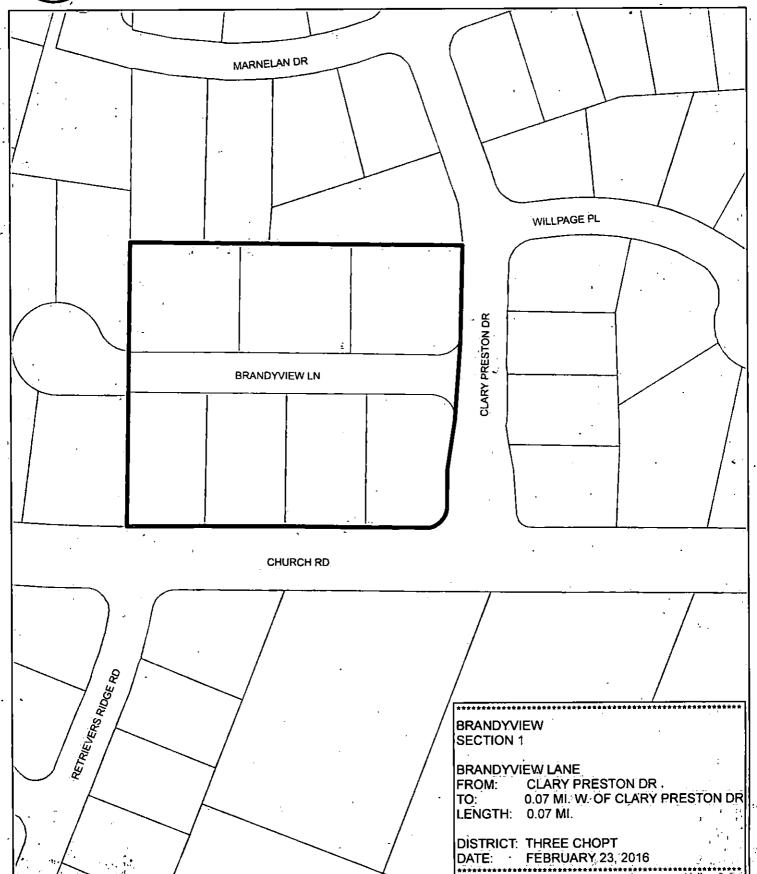






# **BRANDYVIEW SECTION 1**







# **CASEY MEADOWS**



