

A regular meeting of the Board of Members of Rapidan Service Authority was held on July 17, 2025, at the Orange County Public Safety Building, Orange, VA.

A quorum was present, and the meeting was called to order at 2:00 p.m., followed by the Pledge of Allegiance.

Present:	Members:	Elliott, Johnson, Marshall
	Staff:	G.M. Clemons, D.O. Jarrell
	Attorney:	Stefan Calos
	Guests:	Bryan Nicol

The agenda for the meeting was adopted on a motion by Marshall, seconded by Elliott, and passed on a unanimous voice vote.

The minutes of the June 18, 2025 meeting were then approved on a motion by Elliott, seconded by Marshall, and passed unanimously on a voice vote.

There was no old business.

During the opportunity for public comment, Orange County Supervisor and Lake of the Woods resident Bryan Nicol expressed his appreciation for the work of Joe Gonzalez and his staff during two recent incidents in the area. He stated that during the recent boil water advisory, Mr. Gonzalez was down in the mud working with his crew to get water service restored and that during a sewer overflow on Crystal Court over the 4th of July weekend, he responded immediately and professionally when contacted by Mr. Nicol about the problem and that the situation was resolved within an hour. Mr. Nicol asked that the Board pass on his thanks, and his constituents', to Mr. Gonzalez and his staff for the manner in which they handled the issues.

During the opportunity for Board comment, the Chairman announced that Mr. Voorhees had left his position with Orange County and had resigned his seat on the RSA Board. The Chairman expressed appreciation for his service during his tenure.

G.M. Clemons then announced the result of the bid opening for the Route 20 Vault Project. Patterson Construction was the low bidder at \$497,844 and RSA's engineering consultant recommended awarding the job to them. On a motion by Marshall, seconded by Elliott, the Board voted unanimously on a voice vote to award the project to Patterson Construction Company.

G.M. Clemons then presented a proposal that the RSA Board adopt a design-build construction policy that could potentially be used on complex construction projects, including an upcoming project at Lake of the Woods. Attorney Calos and his firm recommend this as a potential tool for the RSA Board to use in these types of projects. In order to do so, however, a design-build construction policy must first be adopted by the Board. On a motion by Elliot, seconded by Marshall, the Board voted to adopt the "Design-Build Construction Contract Procedures" as outlined on pages 4-12 of the agenda package. The motion passed

unanimously on a roll call vote. (The resolution in its entirety is included on page 13 of the agenda package.)

G.M. Clemons then asked the Board to adopt a set of construction management construction contract procedures that are described on pages 14-23 of the agenda package. The key factor in this approach is that it allows for oversight of a project by a project manager representing the owner, and it provides for the project manager to assume some of the financial risk of the project (if there is any) and ensures a cap for the cost of the project to RSA. Mr. Calos explained that previously these two methods – Design Build Procedure and Construction Management Procedure were merged together but the statute has gotten complicated to the point that Heather Lockerman, an attorney at Mr. Calos firm that specializes in procurement law, recommends breaking these two procedures apart as it makes it cleaner. On a motion by Marshall, seconded by Elliott, the Board voted on a unanimous roll call vote to adopt the “Construction Management Construction Contract Procedures” as outlined on pages 14-23 of the agenda package. (The resolution in its entirety is included on page 24 of the agenda package.)

G.M. Clemons then introduced a proposed resolution regarding RSA’s policy for disconnecting service due to non-payment. This is needed to meet VRA requirements for any upcoming bond issue as staff is currently preparing an application for the upcoming VRA bond issue. On a motion by made by Elliot, seconded by Marshall, the Chairman called for a roll call vote and the Board voted unanimously to adopt the resolution on page 25 of the agenda package formally authorizing and ratifying RSA’s collection/disconnection policies and procedures and authorizing the General Manager to update them as needed. (The resolution in its entirety is included on page 25 of the agenda package.)

G.M. Clemons then gave his report. Net operating revenue is up as water sales have increased, although not as much as hoped due to the wet summer the area has experienced. RSA hopes to work with VRA for a fall bond issue, with a spring issue as a back-up if all of the necessary elements cannot be completed in time. G.M. Clemons closed his report by repeating the Chairman’s earlier statement about Mr. Voorhees moving and resigning his position on the Board. He stated that he was a pleasure to work with and wished him well.

Attorney Calos then gave a brief update on the PFAS matter. It is possible that RSA may eventually receive some additional compensation, but at this point Mr. Calos does not know.

As the meeting prepared to close, the Chairman asked G.M. Clemons to begin consideration of a public information position within RSA. (This position could include other duties, as well, as RSA would not need such services full time.) The Chairman stressed the importance of getting correct information out quickly during emergency situations, as incorrect information will quickly fill any vacuum. G.M. Clemons will come back to the Board with a proposal.

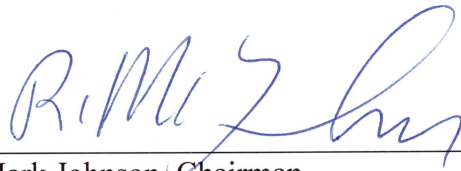
With no further business to discuss, on a motion by Marshall, the meeting was adjourned at 2:24 p.m. on a unanimous voice vote.


Chairman

RESOLUTION

RESOLVED, that pursuant to the Virginia Public Procurement Act, Virginia Code §§ 2.2-4300, *et seq.* (VPPA) and Virginia Code §§ 2.2-4378, *et seq.* (Construction Management and Design-Build), the Board of Members of the Rapidan Services Authority, an authorized public body as defined by Virginia Code § 2.2-4301, adopts the attached "Construction Management Construction Contract Procedures" that are consistent with the procedures adopted by the Virginia Secretary of Administration for utilizing construction management contracts for construction projects.

Adopted this 17th day of July 2025.



Mark Johnson, Chairman



Timothy L. Clemons, Secretary

RESOLUTION

A RESOLUTION OF RAPIDAN SERVICE AUTHORITY REGARDING POLICIES AND PROCEDURES FOR DISCONNECTION OF WATER AND SEWER SERVICES FOR UNPAID RATES, FEES, AND CHARGES

Whereas, Rapidan Service Authority ("RSA") is a service authority created in 1969 under what is now the Virginia Water and Waste Authorities Act, Chapter 51 of Title 15.2 of the Code of Virginia (the "Act");

Whereas, RSA provides water and sewer services to Orange County and Madison County;

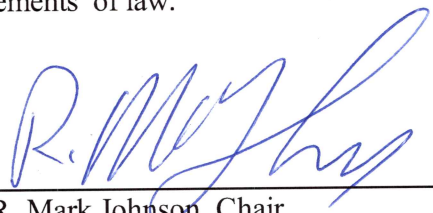
Whereas, RSA has issued and may issue revenue bonds under the Act to finance water and sewer systems; and

Whereas, Virginia Code § 15.2-5138 (*Enforcement of charges*) provides that revenue bond resolutions and trust agreements may require authorities created under the Act to adopt resolutions for the enforcement of rates, fees, and charges, including by disconnecting premises from the water or sewer system or otherwise suspending services and proceeding to recover the amount of rates, fees, or charges not paid within thirty days, with interest, in a civil action;

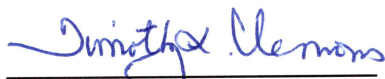
Now, therefore, be it resolved that the RSA Board of Members hereby:

1. Authorizes and ratifies RSA's policies and procedures for collection of delinquent rates, fees, and charges and disconnection and suspension of services pursuant to Virginia Code § 15.2-5138 and any RSA revenue bond resolutions or trust agreements of the Authority.
2. Authorizes the RSA General Manager to maintain and update such policies and procedures consistent with this Resolution and requirements of law.

Adopted: July 17, 2025



R. Mark Johnson, Chair

Attest: 

Timothy L. Clemons, Secretary