A regular meeting of the Board of Members of Rapidan Service Authority was held on June 18, 2026, at the Madison County Administration Building, Madison, VA.

A quorum was present, and the meeting was called to order at 2:00 p.m., followed by the Pledge of Allegiance. A moment of silence was then observed in memory of RSA's previous General Manager, Timothy Clemons.

Present:	Members:	Coppage, Davies, Elliott, Johnson, Marshall
	Staff:	G.M. Jarrell, M.F.A.S. Franchuck, P.A.M. Stokes
	Attorney:	Stefan Calos
	Guests:	Caleb Clemons, Josh Clemons, Chuck Jackson

Prior to the adoption of the agenda, the Chairman moved item 6A to item 4A, and the Approval of Minutes became item 4B. The revised agenda for the meeting was then adopted on a motion by Davies, seconded by Coppage, and passed on a unanimous voice vote.

A Resolution of Appreciation for Tim Clemons was then adopted by the Board on a motion by Coppage, seconded by Marshall, and passed on a unanimous voice vote. The Chairman read the resolution and expressed his personal appreciation for Mr. Clemons's character, professionalism, and dedication in leading RSA. Each member of the Board expressed his appreciation for Mr. Clemons and for what his leadership and hard work had meant to the organization. On behalf of the Board, Mr. Coppage then presented the walnut rocking chair that the Board had planned to present to Mr. Clemons upon his retirement, to his sons, Joshua and Caleb. Following the presentation, new G.M. David Jarrell, and Attorney Calos also expressed their appreciation for what Mr. Clemons had meant to RSA and to them personally, and G.M. Jarrell expressed his appreciation to the Board for their support during the transition.

The minutes of the May 21, 2026, Board meeting were then approved on a motion by Coppage, seconded by Elliott, and passed unanimously on a voice vote.

There was no old business or public comment.

G.M. Jarrell then presented a request from a customer in Lake of the Woods who experienced greatly increased usage for a two-day period in late April. Unfortunately, the customer was unable to identify the source of the problem and therefore did not qualify for a sewer exoneration. She is requesting that the Board review the situation and issue a credit to her account. G.M. Jarrell indicated that RSA had offered to make payments arrangements with the customer but that the customer had since paid off the bill. When asked how this kind of usage could happen with no evidence of a leak at a time when the customer was not there, G.M. Jarrell explained that usually it would be the result of a toilet running. His recommendation to the Board was to uphold its standard policy, and on a motion by Coppage, seconded by Elliott, the Board unanimously voted to do so on a voice vote.

There was no Board comment.

G.M. Jarrell then stated that due to changes in staffing, RSA needed to adopt a new banking resolution to replace resolutions adopted earlier in the year. After a couple of questions regarding check signing policy, on a motion by Coppage, seconded by Davies, on a roll call vote the Board unanimously approved the resolution authorizing G.M. Jarrell, M.F.A.S. Franchuck, and Accountant Breeden to open financial institution accounts and perform financial transactions on behalf of RSA.

G.M. Jarrell then informed the Board of the need to elect a new Secretary/Treasurer since the position was currently vacant. Since in RSA's recent history the General Manager has served as the Secretary/Treasurer and the Manager of Financial and Administrative Services as the Assistant, G.M. Jarrell volunteered himself and M.F.A.S. Franchuck to fill those roles. On a motion by Coppage, seconded by Marshall, the Board voted to appoint G.M. Jarrell and M.F.A.S. Franchuck to those positions on a unanimous roll call vote.

G.M. Jarrell then gave his report. As of June 9th, the Northern Piedmont Region, which contains Madison and Orange Counties, remains under a drought warning. This designation by the DEQ and the Virginia Drought Monitoring Task Force is to increase awareness that a drought is imminent if current weather and precipitation conditions continue. The determination is based on four drought indicators: precipitation, groundwater levels, stream flow and reservoir levels. Although reservoir levels are still normal, stream flow is currently at a watch stage and precipitation and groundwater levels are at an emergency stage. Although RSA's current operations have not been affected, RSA is looking at a significant impact in a couple of months if conditions continue, and G.M. Jarrell is working with representatives from Orange County, the Town of Orange and the Town of Gordonsville to align drought management strategies and to prepare for a public messaging campaign.

G.M. Jarrell continued his report by updating the Board on various RSA projects. Quite a bit of work has been done on the Madison wastewater plant project. Critically, the foundation for the main treatment tank is scheduled to be poured next week, and the installation of the tank should be completed by the end of August. Although there is more to the project, that will be a significant milestone.

Regarding the Route 20 meter vault project, the new vault has been installed. The old vault still needs to be removed, but after Dominion Energy completes their connection, RSA will be able to finish installing equipment and complete the project.

Concerning the Lake of the Woods sewer project, RSA staff met with the engineering firm that they would like to have assist in studying the Lake of the Woods sewer system with the goal of providing improved reliability and upgrading the pump stations. The project has been in the works for years, and G.M. Jarrell expressed appreciation to the Board for providing the funding mechanism that allows RSA to proceed.

G.M. Jarrell then pointed out the financial sheet in the Board package. Actual operating income is slightly behind the budgeted amount, but this is typical of seasonal variations and is expected to catch up during the summer. Year-to-date operating income is up $363,000 over last year and year-to-date debt income is $216,000 lower than last year, but it's over a million dollars higher than budget.

Finally, G.M. Jarrell updated the Board regarding RSA's disinfectant byproducts testing. After completion of testing in May, RSA remains in compliance with disinfectant byproducts limits for the sixth consecutive quarter. Pursuant to its consent order, RSA is currently working with a consulting engineering firm to prepare a preliminary engineering report for the installation of activated carbon treatment in the Wilderness system.

G.M. Jarrell then took questions from the Board. With P.A.M. Stokes now on staff, Mr. Davies asked about plans for improved communication. G.M. Jarrell mentioned that he and P.A.M. Stokes have talked at length about ideas for communication and that P.A.M. Stokes had already significantly increased RSA's presence on Facebook. They are also considering a newsletter for the benefit of RSA customers as well as contributing to existing community newsletters.

Mr. Davies indicated that there had been recent problems at Lake of the Woods with E. coli in the lake and stated that upon testing it appeared to be of human origin. He asked G.M. Jarrell how the source of the problem could be narrowed down. G.M. Jarrell indicated that the first step would be to investigate the pump stations – that is where the major contributions would come from. The next step would be to investigate the collection tanks along the lake, looking for evidence of an overflow that had not been reported or some kind of leakage in the equipment. Because of the number of tanks, it takes some time to work through all of them, and at this point RSA has not discovered any obvious problems. G.M. Jarrell indicated that the E. coli numbers have come down significantly since their peak, but this does not correlate with any changes on RSA's part. Mr. Davies asked about the E. coli found near the clubhouse as there are not as many residences upstream there. G.M. Jarrell replied that Joe Gonzalez, RSA's East Operations Manager, had been out there several times and had not found anything obvious. RSA did find a failure of the grouting on some of the manhole lids and is working to address that and anything else that could possibly contribute to E-coli but has not found anything yet.

Attorney Calos then gave his report. His office recently mailed another PFAS check to RSA, and he brought another check for $15,000 with him to the meeting. This check brings the total received in PFAS checks to approximately $100,000. Attorney Calos said that this was yet another example of former G.M. Clemons's perseverance and desire to do what was best for RSA. In the beginning of the claims process, both he and Attorney Calos experienced a significant degree of frustration and doubt that it would do any good, but they persevered to a very positive outcome for RSA.

The Board went into closed session at 2:39 p.m. after unanimously passing on a voice vote a motion made by Elliot, seconded by Davies, to go into closed session to discuss the appointment of RSA's General Manager and probable litigation and specific legal matters related thereto.

Upon leaving the closed session at 3:01 p.m., each Board member individually certified that only permissible topics had been discussed during the closed session (copy of closed session motion and certification attached).

On a motion by Davies, seconded by Coppage, and passed on a unanimous voice vote, Item 6J was added to the agenda – "General Manager's Contract."

On a motion by Coppage, seconded by Marshall, and passed unanimously on a roll call vote, the Chairman was authorized to sign the amendment to the General Manager's contract (copy of amendment attached).

With no further business to discuss, on a motion by Coppage, the Board voted unanimously to adjourn at 3:04 p.m.

Chairman

MOTION TO ENTER INTO CLOSED SESSION AT REGULAR MEETING OF BOARD OF MEMBERS OF RAPIDAN SERVICE AUTHORITY ON JUNE 18, 2026

I move that the Board of Members of Rapidan Service Authority enter into closed session for the following, pursuant to Virginia Code section 2.2-3711(A)(1), (7), and (8), respectively:

(a) Discussion of the appointment of RSA's general manager, (b) consultation with legal counsel and briefings by staff members pertaining to probable litigation, where such consultation or briefing in open meeting would adversely affect the negotiating or litigating posture of the Board, and (c) consultation with legal counsel regarding specific legal matters related to the foregoing items.

Motion by: Elliot

Seconded by: Davies

The motion passed unanimously by voice vote.

Upon leaving the closed session and entering back into open session, please state the following:

Pursuant to Virginia Code § 2.2-3712(D), (i) only public business matters lawfully exempted from open meeting requirements under the Virginia Freedom of Information Act, and (ii) only such public business matters as were identified in the motion by which the closed meeting was convened were heard, discussed, or considered in the closed meeting by the RSA board. Should any members of the board believe that there was a departure from the foregoing requirements, please so state at this time, prior to the vote, and indicate the substance of the departure that, in their judgment, has taken place.

I would ask each Board Member to certify that the foregoing requirements were met, by saying "AYE".

Coppage	AYE
Davies	AYE
Elliott	AYE
Johnson	AYE
Marshall	AYE

All Board Members certified by saying "AYE", except _____

AMENDMENT TO EMPLOYMENT AGREEMENT

This Amendment to Employment Agreement is by and between the Board of Members (the "**Board**") of Rapidan Service Authority, a political subdivision of Commonwealth of Virginia ("**RSA**"), and David Jarrell ("**Jarrell**").

Whereas, on April 16, 2026, the Board appointed Jarrell as RSA's general manager (the "**General Manager**");

Whereas, the Board and Jarrell entered that Employment Agreement dated May 21, 2026;

Whereas, the Employment Agreement provides that the effective date of the Jarrell's employment as General Manager is June 27, 2026 (the "**Employment Date**"), that Jarrell accepts employment as such, and that until the Employment Date, Jarrell will remain Assistant General Manager, at which time his position as Assistant General Manager will automatically terminate, and the duties, compensation, benefits, and other provisions of the Employment Agreement with respect to the General Manager position will begin;

Whereas, the Board and Jarrell desire to accelerate the Employment Date;

Whereas, under its subsection B of Section VI (General Provisions), the Employment Agreement may be amended only with a writing signed by both parties.

In consideration of the foregoing, and mutual covenants contained in the Employment Agreement, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

1. The Employment Date is accelerated to June 14, 2026.

2. All other provisions of the Employment Agreement remain in full force and effect.

DAVID JARRELL

Execution Date: 6/18/2026

RAPIDAN SERVICE AUTHORITY

By: _____
R. Mark Johnson, Chairman
Execution Date: 6/18/2026