



**RAPIDAN SERVICE AUTHORITY
BOARD OF MEMBERS AGENDA
SPECIAL MEETING
30-June-2022**

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1 CALL TO ORDER BY CHAIRMAN, LEE FRAME	
2 ROLL CALL - ESTABLISHMENT OF QUORUM	
3 PLEDGE OF ALLEGIANCE	
4 ADOPTION OF AGENDA	
5 CONSIDERATION OF A RESOLUTION CONSENTING TO THE WITHDRAWAL OF GREENE COUNTY FROM RSA	1-3
6 ADJOURNMENT	

**NOTE: MEETING TO BE HELD AT THE MADISON COUNTY ADMINISTRATION BUILDING, AT 2:00 PM.
414 N. MAIN STREET, MADISON VA 22727**

**RESOLUTION OF THE RAPIDAN SERVICE AUTHORITY BOARD OF
MEMBERS CONSENTING TO THE WITHDRAWAL OF GREENE COUNTY
FROM RAPIDAN SERVICE AUTHORITY**

WHEREAS, Orange County (“Orange”), Madison County (“Madison”), and Greene County (“Greene”), Virginia (collectively, “the Counties”), are the participating localities of Rapidan Service Authority (“RSA”), and

WHEREAS, on April 5, 2021, the Board of Supervisors of Greene signified its desire to withdraw from RSA, by adopting a resolution under Virginia Code § 15.2-5112(B); and

WHEREAS, in its April 5, 2021 resolution, the Board of Supervisors of Greene also called for unanimous consent to the withdrawal by Orange and Madison under § 15.2-5112(A); and

WHEREAS, on April 13, 2021, the Board of Supervisors of Madison adopted a resolution unanimously consenting to the withdrawal of Greene on the condition that Greene provide evidence that the bond holders of Greene and RSA consent to the withdrawal, and that the withdrawal follow the approvals and protocols set forth in § 15.2-5112; and

WHEREAS, on April 13, 2021, the Board of Supervisors of Orange adopted a resolution unanimously consenting to the withdrawal of Greene from RSA pursuant to § 15.2- 5112 and supporting the initiation of the process for the proper separation of Greene from RSA, subject to Orange and Madison entering into an agreement to configure the RSA Board with an Orange majority after Greene’s departure; and

WHEREAS, on May 25, 2021, Madison and Orange entered into a Memorandum of Agreement agreeing that prior to Greene’s withdrawal from participation in RSA, the Boards of Supervisors of Greene, Madison, and Orange would adopt concurrent resolutions to amend the Articles so that, effective upon Greene’s withdrawal, the RSA’s governing board would consist of

five representatives, three of whom shall be appointed by Orange, and two of whom shall be appointed by Madison; and

WHEREAS, the Orange, Madison and Greene Boards of Supervisors adopted Resolutions dated May 10, 2022 addressing the agreed terms for Greene’s withdrawal from RSA and directing the preparation of the Withdrawal and Transition Agreement; and

WHEREAS, the RSA Board adopted a Resolution dated May 19, 2022 addressing the agreed terms for Greene’s withdrawal from RSA; and

WHEREAS, on June 14, 2022 the Orange, Madison, and Greene Boards of Supervisors did approve and execute a Concurrent Resolution approving the Withdrawal and Transition Agreement, and pursuant to the resolution executed the Withdrawal and Transition Agreement on that date; and

WHEREAS, on June 16, 2022, the RSA Board of Members did adopt a resolution approving the Withdrawal and Transition Agreement and pursuant to the resolution executed the Withdrawal and Transition Agreement on that date; and

WHEREAS, Article 1, Section 1.02 (a) of the Withdrawal and Transition Agreement requires that within fifteen (15) days after the full execution of the Agreement, the RSA Board shall consider and adopt a resolution consenting to the withdrawal by Greene, pursuant to Va. Code § 15.2-5112 (D); and

WHEREAS, RSA recognizes that pursuant to Va. Code § 15.2-5112 (D) and Article 1, Section 1.02 (c) & (d) of the Withdrawal and Transition Agreement, the withdrawal of Greene from RSA requires the final approval of VRA and the SCC; and

WHEREAS, RSA by this resolution considers Greene County’s withdrawal from RSA.

NOW, THEREFORE, BE IT RESOLVED that the Board of Members of the Rapidan Service Authority does hereby approve and adopt this resolution, pursuant to Article 1, Section

1.02 (a) of the Withdrawal and Transition Agreement, and consents to the withdrawal of Greene County from RSA pursuant to Virginia Code § 15.2-5112 (D).

IN WITNESS THEREOF, the Board of Members of the Rapidan Service Authority on June 30, 2022 hereby adopt this resolution approving the withdrawal of Greene County as a participating locality in RSA.

Secretary

Chairman