

Mayor D. Dwayne Tuggle called a regular monthly meeting of the Amherst Town Council to order on June 13, 2018, at 7:00 P.M. in the Council Chambers of the Town Hall at 174 S. Main Street. It was noted that a quorum was present as follows:

P D. Dwayne Tuggle	P Kenneth G. Bunch
P André Higginbotham	P Mark A. Stinnett
P Kenneth S. Watts	P Rachel A. Carton

Town Manager Sara E. Carter, Town Attorney W. Thomas Berry, Office Manager Tracie Wright, Clerk of Council Vicki K. Hunt, Police Chief Robert A. Shiflett, II, Lead Water Treatment Plant Operator Becky Cash, Lead Sewer Treatment Plant Operator Gary Williams, and Gary P. Smith, Jr., Wastewater Treatment Plant Operator, were present.

Recitation of the Pledge of Allegiance to the Flag was followed by an invocation by Rachel A. Carton.

Mayor D. Dwayne Tuggle opened the floor for citizen comments. No comments were made.

James E. Sanderson, Jr., Sr. Vice President, Davenport and Company, and Daniel M. Siegel, Esq., Shareholder, Sands Anderson, PC, presented their recommendation based on the results of four bids received from the duly advertised RFP refinancing regarding the Town's outstanding debt related to the Series 2005 and 2010 loans with the goal to reduce the overall debt service costs to the Town.

After discussion, Mr. Watts made a motion that was seconded by Mr. Stinnett to approve a Resolution Authorizing the Issuance of up to \$4,000,000 Principal Amount of General Obligation Refunding Bond Series 2018, Sterling National Bank, Registered Holder, as recommended by the Finance Committee and staff. The motion 5-0 via the roll call method with Mrs. Carton and Mr. Higginbotham, Watts, Bunch and Stinnett voting "Aye." A copy of the Resolution is attached and made a part of these minutes.

Tim Ware, Jason Buendorf, Alex Motley and Carter Massie came forward on behalf of the Amherst Mountain Biking Club to present their group's multi-use trail proposal for L. Barnes Brockman, Sr. Business and Industrial Park. Council encouraged the group to present their proposal to the Industrial Development Authority concerning use of Brockman Park and asked that the group consider helping the Town plan for development of bike trails in other areas of the town.

Mr. Higginbotham made a motion that was seconded by Mr. Stinnett and carried 5-0 to approve the minutes from the May 9, 2018, meeting. Mrs. Carton and Messrs. Higginbotham, Watts, Bunch and Stinnett voted "Aye."

After some discussion, Mrs. Carton made a motion that was seconded by Mr. Bunch to adopt an ordinance that would have the effect of establishing the FY18/19 Town of Amherst budget. The motion 5-0 via the roll call method with Mrs. Carton and Mr. Higginbotham, Watts, Bunch and Stinnett voting "Aye." A copy of the ordinance is attached and made a part of these minutes.

On a motion by Mr. Watts that was seconded by Mrs. Carton and carried 5-0 a list of appointments and recommendations for appointments to various Town committees was approved. Mrs. Carton and Messrs. Higginbotham, Watts, Bunch and Stinnett voted "Aye." The list is as follows:

• Planning Commission	Kevin Belcher	7/1/2018-6/30/2022
• Board of Zoning Appeals	Kevin J. Akershoek	9/1/2018-8/31/2023
• Industrial Development Authority	Sharon Watts Turner	7/1/2018-6/30/2022
• Property Maintenance Investigation Board	Bessie H. Kirkwood	7/1/2018-6/30/2022

After noting that §15.2-2232 of the Code of Virginia indicates that no public utility facility, whether publicly or privately owned, shall be constructed, established or authorized, unless and until the general location or approximate location, character, and extent has been submitted to and approved by the commission as being substantially in accord with the adopted comprehensive plan or part thereof, and in connection with any such determination, the commission may, and at the direction of the governing body shall, hold a public hearing after notice, the Town Manager reported that the Planning Commission made a determination that the proposed 7.7 acre parcel of land connected to the redevelopment of the old mill is substantially in accord with the adopted Town of Amherst Comprehensive Plan and voted 5-0-1 to recommend that the Town Council purchase the proposed 7.7 acre parcel of land from Lazy River LLC as recommended by staff and that council pay particular close attention to concerns by citizens pertaining to roadway conditions, appearance and ingress and egress to the proposed park.

After discussion, Mr. Watts made a motion that was seconded by Mr. Bunch and carried 5-0 to confirm the Planning Commission’s determination that the proposed 7.7 acre parcel of land connected to the redevelopment of the old mill is substantially in accord with the adopted Town of Amherst Comprehensive Plan. Mrs. Carton and Messrs. Higginbotham, Watts, Bunch and Stinnett voted “Aye.”

Mrs. Carton made a motion that was seconded by Mr. Stinnett and carried 5-0 to approve a Resolution to Enable Staff to Proceed with the Purchase of Approximately 7.7 Acres from Lazy River LLC for the Purpose of a Town Park. Mrs. Carton and Messrs. Higginbotham, Watts, Bunch and Stinnett voted “Aye.” A copy of the Resolution is attached and made a part of these minutes.

After discussion, Mr. Bunch made a motion that was seconded by Mr. Higginbotham and carried 5-0 to approve a Resolution to Include the Mayor and Council in Workers Compensation Coverage on the Town Insurance Policy as recommended by staff. Mrs. Carton and Messrs. Higginbotham, Watts, Bunch and Stinnett voted “Aye.” A copy of the Resolution is attached and made a part of these minutes.

After discussion, Mr. Watts made a motion that was seconded by Mr. Stinnett and carried 5-0 to direct Town Attorney W. Thomas Berry to prepare an agreement extending the terms of the existing Water Supply and Mutual Aid Agreement Between the Town of Amherst and Sweet Briar College dated July 1, 1998, for an additional two years (July 1, 2018, to June 30, 2020) and to authorize Town Manager Carter to authorize the extended agreement between the Town and Sweet Briar College. Mrs. Carton and Messrs. Higginbotham, Watts, Bunch and Stinnett voted “Aye.”

Police Chief Shiflett gave a report on a donation offer of a 2007 International rescue squad vehicle by the Amherst Volunteer Rescue Squad to the Town and its potential use by the Police Department. After discussion, Mr. Higginbotham made a motion that was seconded by Mrs. Carton to accept the Amherst Volunteer Rescue Squad’s donation of the 2007 International rescue squad vehicle with transfer of its title to the Town of Amherst as recommended by staff. Mrs. Carton and Messrs. Higginbotham, Watts, Bunch and Stinnett voted “Aye.”

Mayor D. Dwayne Tuggle opened the floor for citizen comments. No comments were made.

Mayor Tuggle recessed the meeting at 8:38 PM.

Mayor Tuggle reconvened the meeting at 8:44 PM. The following members were present.

P D. Dwayne Tuggle	P Kenneth G. Bunch
P André Higginbotham	P Mark A. Stinnett
P Kenneth S. Watts	P Rachel A. Carton

At 8:44 PM, Mrs. Carton made the following motion which was seconded by Mr. Watts and carried 5-0 with Mrs. Carton and Messrs. Higginbotham, Watts, Bunch and Stinnett voting in favor: I move that the Town Council convene in closed session for discussion or consideration or interviews of prospective candidates for employment; assignment, appointment, promotion, performance, demotion, salaries, disciplining, or resignation of specific public officers, appointees, or employees of any public body per the exemption at §2.2-3711A.3 of the Code of Virginia; for discussion or consideration of the acquisition of real property for a public purpose, or of the disposition of publicly held real property, where discussion in an open meeting would adversely affect the bargaining position or negotiating strategy of the public body per the exemption at §2.2-3711A.3 of the Code of Virginia.

At 9:18 PM, Mrs. Carton read the certification, that the Town Council certify that to the best of each councilors' knowledge that (i) only public business matters lawfully exempted from open meeting requirements under Title 2.2, Chapter 37 and §15.2-2907 of the Code of Virginia and (ii) only such public business matters as were identified in the motion by which the closed session was convened were heard, discussed or considered in the session. The motion 5-0 via the roll call method with Mrs. Carton and Mr. Higginbotham, Watts, Bunch and Stinnett voting "Aye."

There being no further business, the meeting adjourned on a motion by Mr. Stinnett seconded by Mrs. Carton at 9:19 P.M.

---

D. Dwayne Tuggle  
Mayor

Attest: \_\_\_\_\_  
Clerk of Council

**TOWN OF AMHERST, VIRGINIA**

**A RESOLUTION AUTHORIZING THE ISSUANCE OF UP TO  
\$4,000,000 PRINCIPAL AMOUNT OF GENERAL OBLIGATION REFUNDING BONDS  
OF THE TOWN OF AMHERST, VIRGINIA  
AND PROVIDING FOR THE FORM, DETAILS AND PAYMENT THEREOF**

**Adopted on June 13, 2018**

Be it Resolved by the Town Council of the Town of Amherst, Virginia:

**Section 1     Definitions**

Unless the context shall clearly indicate some other meaning, the following words and terms shall for all purposes of the Resolution and of any certificate, resolution or other instrument amendatory thereof or supplemental thereto for all purposes of any opinion or instrument or other documents therein or herein mentioned, have the following meanings:

**“Act”** shall mean the Public Finance Act, Chapter 26, Title 15.2 of the Code of Virginia of 1950, as amended.

**“Bond Counsel”** shall mean Sands Anderson PC or another attorney or firm of attorneys nationally recognized on the subject of municipal bonds selected by the Town.

**“Bond”** shall mean the Town's General Obligation Refunding Bond, Series 2018 in an aggregate principal amount not to exceed \$4,000,000 to refund the Refunded Bonds authorized to be issued hereunder.

**“Business Day”** shall mean any Monday, Tuesday, Wednesday, Thursday or Friday on which commercial banks generally are open for business in the Commonwealth of Virginia.

**“Closing Date”** shall mean the date on which the Bond is issued and delivered to the Lender.

**“Code”** shall mean the Internal Revenue Code of 1986, as amended, and applicable regulations, procedures and rulings thereunder.

**“Commonwealth”** shall mean the Commonwealth of Virginia.

**“Council”** shall mean the Town Council of the Town of Amherst, Virginia.

**“Lender”** shall mean Sterling National Bank, Columbus, Ohio, or any successor or assignee thereto.

**“Maturity Date”** shall mean June 1, 2030.

**“Mayor” or “Vice Mayor”** shall mean the Mayor or Vice Mayor of the Town.

**“Outstanding”** shall mean, as of a particular date, the Bond authenticated and delivered under this Resolution except:

- (i) if the Bond is cancelled by the Town at or before such date;

- (ii) if cash equal to the principal amount of the Bond, with interest to the date of maturity, shall have been deposited with the Paying Agent prior to maturity;
- (iii) the Bond for the redemption or purchase of which cash or noncallable direct obligations of the United States of America, equal to the redemption or purchase price thereof to the redemption or purchase date, shall have been deposited with the Paying Agent, for which notice of redemption or purchase shall have been given in accordance with the Resolution;
- (iv) the Bond in lieu of, or in substitution for which, another Bond shall have been authenticated and delivered pursuant to this Resolution; and
- (v) if the Bond is deemed paid under the provisions of Section 9, except that such Bond shall be considered Outstanding until the maturity or redemption date thereof only for the purposes of actually being paid.

**“Paying Agent”** shall mean the Town Manager acting as Paying Agent hereunder as designated and authorized under Section 3 or the successors or assigns serving as such hereunder.

**“Payment Date”** shall mean the first day of each month, beginning August 1, 2018 through and including the Maturity Date.

**“Refunded Bonds”** shall mean the outstanding principal amount of the Town's \$3,121,000 General Obligation Refunding Bond, Series 2005 and \$2,188,523.18 General Obligation Refunding Bond, Series 2010.

**“Registrar”** shall mean the Paying Agent, or the successors or assigns serving as such hereunder.

**“Town”** shall mean the Town of Amherst, Virginia.

**“Town Clerk”** shall mean the Clerk of the Town Council.

**“Town Charter”** shall mean the Town Charter of the Town of Amherst, Virginia, Chapter 397 of the 1950 Acts of Assembly, as amended.

## **Section 2      Findings and Determinations**

The Council hereby finds and determines that (i) in consultation with Davenport & Company LLC, its financial advisor, the Refunded Bonds could be refunded for debt service savings to the Town and has obtained a commitment from the Lender dated June 1, 2018 resulting in such reduced debt service, including costs of issuance of the Bond, (ii) the obtaining of such funds to refund the Refunded Bonds will be for municipal purposes of the Town for the welfare of citizens of the Town for purposes which will serve the Town and its citizens, (iii) the most

effective, efficient and expedient manner in which to provide such funds is by the issuance of a general obligation refunding bond or bonds in the maximum principal amount of up to \$4,000,000 issued by the Town as further described herein (**the “Bond”**) as evidence of a loan by the Lender, the issuance of such Bond being within the power of the Town to contract debts, borrow money and make and issue evidence of indebtedness, (iv) pursuant to Section 15.2-2643 of the Act, no public hearing for the issuance of the Bonds is required and (v) the issuance of the Bond is in the best interests of the Town and its citizens.

### **Section 3      Authorization, Form and Details of the Bond**

There is hereby authorized to be issued a general obligation bond of the Town in the aggregate principal amount of up to \$4,000,000 for purposes of refunding the Refunded Bonds, to pay certain costs of issuance of the Bond and for payment of interest on the Bond, all as described in Section 2 above. The Bond authorized herein shall be designated “General Obligation Refunding Bond, Series 2018”, shall be issuable as a fully registered bond, without coupons, shall be dated the Closing Date, shall be numbered R-1, shall bear interest and principal payable monthly on the first day of each month, commencing August 1, 2018, through and including the Maturity Date (June 1, 2030), at a rate per annum of 3.345% in accordance with the provisions herein and therein and with the provisions of the Lender’s written proposal to make the loan evidenced by the Bond, and shall mature on the Maturity Date.

The Bond may not be prepaid before August 1, 2023. On and after August 1, 2023, after giving at least thirty (30) days’ written notice to the Bank, the Town may prepay the Bond in whole only on any date upon payment of interest accrued and unpaid to such date, plus 100% of the principal amount to be redeemed.

The Bond is hereby authorized to be issued under the Act. The Bond shall bear interest from the date on which the Bond is authenticated. Interest on the Bond shall be computed on the basis of 30-day months and a 360-day year.

Principal of, and interest on, the Bond shall be payable in lawful money of the United States of America. Principal of and interest on the Bond shall be payable by wire transfer to the registered holder on the payment dates of the Bond.

The Bond shall be printed, lithographed or typewritten and shall be substantially in the form herein below set forth, with such appropriate variations, omissions and insertions as are permitted or required by this Resolution, including such variations, insertions and omissions as shall be necessary to issue the Bond under a system of book-entry for recording the ownership and transfer of ownership of rights to receive payments of principal of and interest on the Bond and may have endorsed thereon such legends or text as may be necessary or appropriate to conform to any applicable rules and regulations of any governmental authority or any usage or requirement of law with respect thereto.

If any principal of, or interest on, the Bond is not paid when due (whether at maturity, by acceleration or call for redemption, or otherwise), then, to the extent permitted by law, the overdue installments of principal shall bear interest until paid at the same rate as set forth in the Bond.

The Bond shall be signed by the facsimile or manual signature of the Mayor. The facsimile of the Town's seal shall be printed thereon or manually impressed thereon and attested by the facsimile or manual signature of the Town Clerk. In case any officer whose signature or facsimile of whose signature shall appear on the Bond shall cease to be such officer before delivery of the Bond, such signature or facsimile shall nevertheless be valid and sufficient for all purposes, the same as if he remained in office until such delivery. The Bond may bear the facsimile signature of or may be signed by such persons as at the actual time of the execution thereof shall be the proper officers to sign the Bond although on the date of delivery of the Bond such persons may not have been such officers.

The Bond shall bear a certificate of authentication, in the form set forth below, duly executed by the Registrar. The Registrar shall authenticate the Bond with the signature of an authorized officer of the Registrar. Only the authenticated Bond shall be entitled to any right or benefit under this Resolution, and such certificate on the Bond issued hereunder shall be conclusive evidence that the Bond has been duly issued and is secured by the provisions hereof.

The Paying Agent shall act as Registrar and shall maintain Registration Books for the registration and the registration of transfer of the Bond. The Town Manager is hereby designated and authorized to act as Paying Agent and Registrar hereunder. The transfer of the Bond may be registered only on the books kept for the registration and registration of transfer of the Bond upon surrender thereof to the Registrar together with an assignment duly executed by the registered holder in person or by his duly authorized attorney or legal representative in such form as shall be satisfactory to the Registrar. Upon any such transfer, the Town shall execute and the Registrar shall authenticate and deliver, in exchange of the Bond, a new registered Bond registered in the name of the transferee of the same series, maturity and interest rate as the Bond so exchanged in any denomination or denominations authorized by this Resolution.

The Registrar shall not be required to make any such registration or registration of transfer during the fifteen (15) days immediately preceding an Interest Payment Date, the Maturity Date or a redemption date.

Prior to due presentment for registration of transfer for the Bond, the Registrar shall treat the registered holder as the person exclusively entitled to payment of principal of, premium, if any, and interest on, the Bond and the exercise of all other rights and powers of the Holder.

If the Bond has been mutilated, lost or destroyed, the Town shall execute and the Registrar shall authenticate and deliver a new Bond of like date and tenor in exchange or substitution for, and upon cancellation of, such mutilated Bond or in lieu of and in substitution for such lost or destroyed Bond; provided, however, that the Town and the Registrar shall execute, authenticate and deliver such Bond only if the Holder has paid the reasonable expenses and charges of the



Town and the Registrar in connection therewith and, in the case of a lost or destroyed Bond, has furnished to the Town and the Registrar (a) evidence satisfactory to them that such Bond was lost or destroyed and the Holder was the Owner thereof and (b) indemnity satisfactory to them. If the Bond has matured, instead of issuing a new Bond, the Registrar may pay the same without surrender thereof upon receipt of the aforesaid evidence and indemnity.

If the Bond has been paid (whether at maturity, by acceleration or otherwise) or delivered to the Paying Agent for cancellation, the Bond shall not be reissued and the Registrar shall, unless otherwise directed by the Town, cremate, shred or otherwise dispose of the Bond. The Registrar shall deliver to the Town a certificate of any such cremation, shredding or other disposition of the Bond.

The Bond, the Certificate of Authentication and the provision for the assignment to be inserted in the Bond shall be substantially in the following forms, to-wit:

**“FORM OF BOND”**

**No. R-1**

**UNITED STATES OF AMERICA  
COMMONWEALTH OF VIRGINIA, TOWN OF AMHERST  
GENERAL OBLIGATION REFUNDING BOND,  
SERIES 2018**

**Registered Holder:  
STERLING NATIONAL BANK**

**Dated: June \_\_, 2018  
Maturity Date: June 1, 2030**

**Principal Sum: [UP TO FOUR MILLION  
AND 00/100 DOLLARS (\$4,000,000.00)]**

**Interest Rate: 3.345%**

**KNOW ALL MEN BY THESE PRESENTS**, that the Town of Amherst, Virginia (**hereinafter sometimes referred to as the “Town”**), a body politic and corporate of the Commonwealth of Virginia, for value received hereby promises to pay to the registered holder (named above), or assigns, on the Maturity Date (specified above), subject to prepayment or prior redemption as hereinafter provided, the Principal Sum (specified above) by wire transfer to the registered holder on the payment dates set forth below by the Town Manager (**the “Paying Agent”**), and to pay interest on said Principal Sum, each payable in monthly installments due on the first day of each month in the amounts and on the dates set forth in Schedule I attached hereto, from the date of authentication hereof, at the rate per annum (specified above) through and up to the Maturity Date.

This Bond may not be prepaid before August 1, 2023. On and after August 1, 2023, after giving at least thirty (30) days’ written notice to the Bank, the Town may prepay this Bond in whole only on any date upon payment of interest accrued and unpaid to such date, plus 100% of the principal amount to be redeemed.

Both principal of and interest on this Bond are payable in any coin or currency of the United States of America which at the time of payment is legal tender for public and private debts.

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 do exist, have happened and have been performed in regular and due time, form and manner as required by law; that this Bond does not exceed any constitutional, statutory or charter limitation of indebtedness; and that provision has been made for the payment of the principal of, and interest on, this Bond as provided in the Resolution.

No registration, transfer or exchange of this Bond shall be permitted within fifteen (15) days of a Payment Date, the Maturity Date or the date of prepayment or redemption of this Bond.

This Bond is an authorized series in the aggregate principal amount of up to \$4,000,000 authorized of like date and tenor, except for number and denomination, and is issued under and pursuant to and in compliance with the Constitution and laws of the Commonwealth of Virginia, including Chapter 26, Title 15.2 of the Code of Virginia of 1950, as amended, the same being the Public Finance Act, and the Resolution duly adopted under said Chapter by the Town Council on June 13, 2018 (the “**Resolution**”).

This Bond shall bear interest from the date on which this Bond is authenticated. Interest on this Bond shall be computed on the basis of 30-day months and 360-day year.

This Bond is transferable only upon the registration books kept at the office of the Registrar by the registered holder hereof, or by his duly authorized attorney, upon surrender of this Bond (together with a written instrument of transfer, satisfactory in form to the Registrar, duly executed by the registered holder or his duly authorized attorney, which may be the form endorsed hereon) and subject to the limitations and upon payment of the charges, if any, as provided in the Resolution, and thereupon as provided in the Resolution a new Bond, in the aggregate principal amount and of the same series, interest rate and maturity as the Bond surrendered, shall be issued in exchange therefor. The Town and the Registrar shall deem and treat the person in whose name this Bond is registered as the absolute owner hereof for the purpose of receiving payment of, or on account of, the principal hereof and interest due hereon and for all other purposes whatsoever.

**THIS BOND IS A GENERAL OBLIGATION OF THE TOWN FOR THE PAYMENT OF WHICH THE TOWN'S FULL FAITH AND CREDIT ARE IRREVOCABLY PLEDGED. THE TOWN COUNCIL IS AUTHORIZED AND REQUIRED TO LEVY AND COLLECT ANNUALLY AT THE SAME TIME AND IN THE SAME MANNER AS OTHER TAXES OF THE TOWN ARE ASSESSED, LEVIED AND COLLECTED, A TAX UPON ALL TAXABLE PROPERTY WITHIN THE TOWN, OVER AND ABOVE ALL OTHER TAXES AUTHORIZED OR LIMITED BY LAW AND WITHOUT LIMITATION AS TO RATE OR AMOUNT, SUFFICIENT TO PAY WHEN DUE THE PRINCIPAL OF AND PREMIUM, IF ANY, AND INTEREST ON THE BOND, TO THE EXTENT OTHER FUNDS OF THE TOWN ARE NOT LAWFULLY AVAILABLE AND APPROPRIATED FOR SUCH PURPOSE.**

Reference is hereby made to the Resolution and to all of the provisions thereof to which any holder of this Bond by his acceptance hereof hereby assents, for definitions of terms; the description of and nature and extent of the security for the Bond; the conditions upon which the Resolution may be amended or supplemented without the consent of the holder of this Bond and upon which it may be amended only with the consent of the holder of the Bond affected thereby; the rights and remedies of the holder hereof with respect hereto; the rights, duties and obligations of the Town; the provisions discharging the Resolution as to this Bond and for the other terms and provisions of the Resolution.

This Bond shall not be valid or obligatory for any purpose unless the certificate of authentication hereon has been duly executed by the Registrar and the date of authentication inserted hereon.

**IN WITNESS WHEREOF**, the Town of Amherst, Virginia, by its Town Council has caused this Bond to be signed by the Mayor and attested by the Town Clerk, by their manual or facsimile signatures, and its seal to be impressed or imprinted hereon, and this Bond to be dated as set forth above.

**(SEAL)**

\_\_\_\_\_  
Town Clerk, Town Council

\_\_\_\_\_  
Mayor, Town of Amherst, Virginia

**CERTIFICATE OF AUTHENTICATION**

This Bond is the Bond described in the within-mentioned Resolution.

**REGISTRAR – TOWN OF AMHERST,  
VIRGINIA TOWN MANAGER**

By: \_\_\_\_\_  
Town Manager, Town of Amherst

**DATE OF AUTHENTICATION:**

June \_\_, 2018

**[FORM OF ASSIGNMENT]**

For value received, the undersigned hereby sells, assigns, and transfers unto

---

Please insert social security number or other tax identification number of assignee:

[\_\_\_\_\_]

Name and address of assignee, including zip code:

\_\_\_\_\_ the within-mentioned Bond and hereby irrevocably constitutes and appoints \_\_\_\_\_ attorney-in-fact, to transfer the same on the registration books thereof maintained in the office of the within-mentioned Registrar with the full power of substitution in the premises.

**DATED:** \_\_\_\_\_

---

**NOTE:** The signature to this assignment must correspond with the name of the registered holder that is written on the face of the within Bond in every particular, without alteration or enlargement or any change whatsoever.

Signature Guaranteed

---

**NOTICE:** Signature(s) must be guaranteed by a member firm of the New York Stock Exchange or a commercial bank or trust company.

## **SCHEDULE I**

**Section 4      Proceeds of the Bond**

All funds received from the proceeds of the sale of the Bond shall be used to prepay, redeem and defease the Refunded Bonds or to pay costs of issuance on the Bond.

**Section 5      Financial Information**

The Town shall send to Lender a copy of the Town's audited financial statements for each fiscal year within 30 days of the Town's acceptance of such statements, but in any event within 270 days of the completion of such fiscal year.

**Section 6      Defeasance**

The obligations of the Town under this Resolution and covenants of the Town provided for herein shall be fully discharged and satisfied as to the Bond and the Bond shall no longer be deemed to be Outstanding thereunder when the Bond shall have been purchased by the Town and cancelled or destroyed, when the payment of principal of the Bond, plus interest on the principal to the due date thereof either (a) shall have been made or (b) shall have been provided for by irrevocably depositing with the Paying Agent for the Bond, money sufficient to make such payment, or direct and general obligations of, or obligations the principal of, and interest on, which are guaranteed by, the United States of America, maturing in such amounts and at such times as will insure the availability of sufficient monies to make such payment.

**Section 7      General Obligation**

The Bond is a general obligation of the Town for the payment for which the Town's full faith and credit are irrevocably pledged. The Council, in accordance with Section 15.2-2624 of the Act, is hereafter authorized and required to levy and collect annually, at the same time and in the same manner as other taxes of the Town are assessed, levied and collected, a tax upon all taxable property within the Town, over and above all other taxes, authorized or limited by law and without limitation as to rate or amount, sufficient to pay when due the principal of and premium, if any and interest on the Bond, to the extent other funds of the Town are not lawfully available and appropriated for such purpose.

**Section 8      Event of Default**

Each of the following shall constitute an event of default hereunder:

- a.      Failure to pay the principal of the Bond when due;
- b.      Failure to pay interest on the Bond when due; or
- c.      The instituting of any proceeding with the consent of the Town for the purpose of effecting composition between the Town and its creditors or for the purpose of adjusting the claims of creditors pursuant to any federal or state statute.



In case an Event of Default shall occur, subject to the provisions referred to in the preceding paragraph, the Lender shall have the right to protect the rights vested in such Lender by the Resolution by such appropriate judicial proceeding as such Lender shall determine either by suit in equity or by action at law.

**Section 9     Enforcement by Lender**

The Lender of the Bond may by mandamus or other appropriate proceeding at law or in equity in any court of competent jurisdiction, enforce and compel performance of this Resolution and every provision and covenant thereof, including without limiting the generality of the foregoing, the enforcement of the performance of all obligations and duties and requirements to be done or performed by the Town by the Resolution or by the applicable laws of the Commonwealth.

**Section 10    Modification of Bond Resolution**

The Town may without the consent of the Lender make any modification or amendment of this Resolution required to cure any ambiguity or error herein contained or to make any amendments hereto or to grant to the Bondholders additional rights.

**Section 11    No Arbitrage Covenant and Covenants and Designations as to the Code**

The Town hereby covenants that it will not use or invest, or permit the use or investment of any proceeds of the Bond, in a manner that would cause the Bond to be subjected to treatment under Section 148 of the Code and the regulations adopted thereunder as an “arbitrage bond,” and to that end the Town shall comply with applicable regulations adopted under said Section 148 of the Code.

The Town covenants to comply with the Code provisions requiring that any issuance of “governmental bonds,” as defined therein, be subject to certain requirements as to rebate and timing and type of payments to be paid for from the proceeds of such notes or bonds, as well as other additional requirements. In order to assure compliance with such Code provisions, the Town has entered into a Compliance Certificate, to comply with such requirements and covenants therein that it will not breach the terms thereof.

The Council, on behalf of the Town, hereby designates the Bond as a “qualified tax-exempt obligation” as defined in Section 265(b)(3)(B) of the Code and certifies by this Resolution that it does not reasonably anticipate the issuance by it or its subordinate entities of more than \$10,000,000 in “qualified tax-exempt obligations” during the calendar year 2018 for or on its behalf and will not designate, or permit the designation by any of its subordinate entities of, any of its notes and bonds (or those of its subordinate entities) during the calendar year 2018 for or on its behalf which would cause the \$10,000,000 limitation of Section 265(b)(3)(D) of the Code to be violated.

The Council intends for the Bond to be treated as complying with the provisions of Section 148(f)(4)(D) of the Code, which provides an exception from the “rebate requirement,” since (i) the 2018 Bond (1) is issued by the Town which is a governmental unit with general taxing powers, (2) no bond which is a part of this issue is a private activity bond, (3) 95% or more of the net proceeds of this issue are to be used for local governmental activities entirely within the jurisdiction of the Town, and (4) the aggregate face amount of all tax-exempt notes and bonds (other than private activity bonds) issued by the Town during the calendar year 2018 (and notes and bonds issued by any subordinate entity of the Town) is not reasonably expected to exceed \$5,000,000 except that, pursuant to the provisions of Section 148(f)(4)(D)(vii) of the Code, this amount of \$5,000,000 may increase by the lesser of \$10,000,000 or so much of the aggregate face amount of all tax-exempt bonds (other than private activity bonds) issued by the Town during the calendar year 2018 (and notes and bonds issued by any subordinate entity of the Town) attributable to financing the construction (within the meaning of Section 148(f)(4)(C)(iv) of the Code) of public school facilities.

### **Section 12     Further Actions Authorized**

The Mayor, the Town Clerk and the Town Manager and all other officers, employees and agents of the Town are hereby authorized and directed to take any and all such further action and to modify such documents and terms relating to the issuance of the Bond, including but not limited to the terms of payment, dates, redemption dates and terms as shall be deemed necessary, appropriate or desirable in order to effectuate delivery of, and payment for, the Bond all in accordance with the Resolution. The signature of such officers on such documents or certificates shall be conclusive evidence of such determination.

Furthermore, terms and provisions of the Bond may be subsequently modified by a resolution of the Council as may be deemed necessary, appropriate or desirable without modifying this Resolution and without further public hearing.

### **Section 13     Invalidity of Sections**

If any section, paragraph, clause or provision of this Resolution shall be held invalid or unenforceable for any reason, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any of the remaining portions of this Resolution.

### **Section 14     Headings of Sections, Table of Contents**

The headings of the sections of this Resolution and the Table of Contents appended hereto or to copies hereof shall be solely for convenience of reference and shall not affect the meaning, construction, interpretation or effect of such sections of this Resolution.

**Section 15    Effectiveness and Filing of Resolution**

This Resolution shall become effective upon its passage. A certified copy of this Resolution shall be filed with the Clerk of the Circuit Court of the County of Amherst, Virginia in accordance with Section 15.2-2607 of the Act.

The Members of the Council voted as follows:

<u>Ayes</u>	<u>Nays</u>

<u>Absent</u>	<u>Abstentions</u>

Adopted this 13<sup>th</sup> day of June, 2018.

The undersigned Town Clerk of the Town Council of the Town of Amherst, Virginia hereby certifies that the foregoing constitutes a true and correct extract from the minutes of a meeting of the Council held on June 13, 2018, and of the whole thereof so far as applicable to the matters referred to in such extract. I hereby further certify that such meeting was a regularly called meeting and that, during the consideration of the foregoing resolution, a quorum was present and action was taken in an open meeting.

Dated this \_\_\_\_\_ day of June, 2018.

---

Town Clerk, Town Council of the  
Town of Amherst, Virginia

## TABLE OF CONTENTS

	<u>Page</u>
Section 1	<u>Definitions</u> ..... 1
Section 2	<u>Findings and Determinations</u> ..... 2
Section 3	<u>Authorization, Form and Details of the Bond</u> ..... 3
Section 4	<u>Proceeds of the Bond</u> ..... 12
Section 5	<u>Financial Information</u> ..... 12
Section 6	<u>Defeasance</u> ..... 12
Section 7	<u>General Obligation</u> ..... 12
Section 8	<u>Event of Default</u> ..... 12
Section 9	<u>Enforcement by Lender</u> ..... 13
Section 10	<u>Modification of Bond Resolution</u> ..... 13
Section 11	<u>No Arbitrage Covenant and Covenants and Designations as to the Code</u> ..... 13
Section 12	<u>Further Actions Authorized</u> ..... 14
Section 13	<u>Invalidity of Sections</u> ..... 14
Section 14	<u>Headings of Sections, Table of Contents</u> ..... 14
Section 15	<u>Effectiveness and Filing of Resolution</u> ..... 15

**A RESOLUTION TO ENABLE STAFF TO PROCEED WITH THE PURCHASE OF APPROXIMATELY 7.7 ACRES FROM LAZY RIVER LLC FOR THE PURPOSE OF A TOWN PARK.**

**Whereas**, the provision of parks and recreational options make a Town a desirable place to live and work, and

**Whereas**, Town Council prioritized the development of a Town Park at their Strategic Planning retreat in January 2017, and

**Whereas**, a variety of options have been considered, and

**Whereas**, there are limited locations with sufficient acreage within the Town for the purposes of a park, and

**Whereas**, this property is beautifully situated and has many opportunities for recreation for Town residents, and

**Whereas**, the property has been offered to the Town for a purchase price of \$35,000,

**Now, Therefore, Be it Resolved** that the Town Council authorizes staff to proceed with the purchase of said property, subject to the conditions constrained in the real estate contract, and to pay for the cost of the purchase, including surveying and legal fees, as well as any other ancillary costs from the Town's capital funds.

*Adopted in the Town of Amherst, Virginia this 13<sup>th</sup> day of June, 2018.*

\_\_\_\_\_  
Mayor Dwayne Tuggle

Attest:

\_\_\_\_\_  
Clerk of Council

**A RESOLUTION TO INCLUDE THE MAYOR AND COUNCIL IN WORKERS COMPENSATION COVERAGE ON THE TOWN INSURANCE POLICY.**

**Whereas**, members of the Town Council and the Mayor frequently travel about Town and into other areas for their elected duties, and

**Whereas**, without coverage, Council members could be responsible for the cost and impacts of their injuries incurred in the completion of their duties, and

**Whereas**, staff and the Council could be unequally covered in the same situation both while performing Town duties, and

**Whereas**, the Town's insurance carrier has indicated that the Council and Mayor are eligible for coverage with the Town for a minimal cost,

**Now, Therefore, Be it Resolved** that the Town Council requests coverage from VML Insurance Programs for the Mayor and Council to be covered by the Town's workman's compensation policy and authorizes staff to proceed with this additional coverage.

*Adopted in the Town of Amherst, Virginia this 13<sup>th</sup> day of June, 2018.*

\_\_\_\_\_  
Mayor Dwayne Tuggle

Attest:

\_\_\_\_\_  
Clerk of Council

AN ORDINANCE TO ESTABLISH THE BUDGET FOR THE TOWN OF AMHERST, VIRGINIA FOR THE FISCAL YEAR BEGINNING JULY 1, 2018 AND ENDING JUNE 30, 2019, MAKING REVENUE ESTIMATES AND APPROPRIATIONS FOR SAME.

**BE IT ORDAINED BY THE COUNCIL OF THE TOWN OF AMHERST, VIRGINIA:**

**A. SOURCES OF FUNDS**

That for the support of the Town Government and its General Fund, for the tax year beginning on January 1, 2018, all taxes, fees, charges and penalties shall remain as heretofore set out by Ordinance, Resolution or other appropriate action of the Town Council except as the Town Council may establish or amend herein.

**B. FUND ACCOUNTING**

That the following projected sources and use of funds are hereby approved as the FY19 Town of Amherst budget and approved appropriations for the respective funds.

**Estimated Revenues**

General Fund	\$1,129,043
Water Fund	\$1,366,528
Sewer Fund	\$1,056,525
Garbage Fund	\$106,261
IDA Fund	\$43,629

**Estimated Expenditures**

General Fund	\$1,129,043
Water Fund	
- Operations	\$796,182
- Debt Service and Reserve	\$570,346
Sewer Fund	
- Operations	\$643,406
- Debt Service and Reserve	\$413,119
Garbage Fund	\$100,393
IDA Fund	\$43,629

**C. TAX RATES**

The proposed budget includes a continuation of the real estate tax rate at \$0.00/\$100.00 of assessed value and the personal property tax rate at \$0.00/\$100.00 of assessed value.

The proposed budget is predicated upon an increase of the meals and beverage tax included in the Town Code from 4% to 6%.



**D. UTILITY RATES AND CHARGES**

The proposed budget holds rates at their current levels, as shown on the revised Utility Rate and Fee Policy, contained within the budget.

**E. DONATIONS**

That donations to the following organizations are hereby authorized for the purposes listed subject to the conditions noted. These funds are to be disbursed on a reimbursement basis upon delivery of appropriate receipts:

<b>Amount</b>	<b>Organization</b>	<b>Purpose/Conditions</b>
<b>\$10,500</b>	Amherst Life Saving Crew and First Aid	Equipment, building maintenance.
<b>\$10,000</b>	Amherst Fire Department	Operating Costs, including water, sewer, electric, training, equipment.
<b>\$2500</b>	Amherst County Chamber of Commerce	Membership, sponsorship and contribution towards bands at two events.
<b>\$2500</b>	Second Stage	Children’s Movie and Meal program. An additional \$2500 should be available through a Challenge Grant, which would pass through Town coffers.
<b>\$2500</b>	Village Garden Club	Civic Beautification
<b>\$2500</b>	Amherst County Museum and Historical Society	Utilities, Programming and repairs to the Museum building.
<b>\$1500</b>	Neighbors Helping Neighbors	Supplies for Food Bank
<b>\$32,000</b>	Total Donations	

**F. FUND BALANCE REQUIREMENTS**

The Town of Amherst maintains a Fund Balance Policy to ensure that the Town has adequate funds to address emergency situations and ensure the Town’s credit worthiness. Required balances for the FY19 fiscal year are as follows:

General Fund Permanent Fund		\$ 282,261
General Fund Contingency		\$ 33,871
Water Fund Permanent Fund		\$ 536,248
Sewer Fund Permanent Fund		\$ 320,411

**G. PERSONNEL**

All personnel received a 2% pay raise beginning in the April 2018 pay cycle, along with adjustments to salaries through implementation of the salary study. The pay scale has been adjusted to show changes due to Cost of Living increases. Further raises during this fiscal year will be directly related to completed licensure and certifications as they occur, and in line with existing Town policy.

Additionally, Council provided two health insurance plans this year, moving to the best plan available through Local Choice, and paying the employee only premium on that plan. The Town is also offering a more economical plan for employees who wish to cover spouses or families.

**H. CONDITIONS**

The intent being to authorize spending according to this budget, all appropriations articulated herein are declared to be maximum and conditional such that outlay shall be made only in the event the aggregate revenues collected and other resources available to the Town in the respective funds are sufficient. All debts of the Town shall be paid in full when due and payable. All expenditures shall be made in accordance with the Ordinance, the Town Charter, Town Code and Purchasing Policy and administrative rules and procedures.

*This Ordinance was passed by a vote of the Amherst Town Council on the 13<sup>th</sup> of June, 2018 and shall become effective on July 1, 2018.*

---

Mayor

Attest:

---

Clerk of Council